

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "**Tripartite Base Prospectus**")

MINI FUTURE WARRANTS

referenced to the following underlying:

DAX

ISIN: DE000CF702X5

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	not applicable
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	not applicable
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned

	prerequisites are met.
"Modified Valuation Date + 1":	not applicable
"Modified Valuation Date":	not applicable
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	not applicable
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a
Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.
- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling

in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3

Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant

Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.

- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.
- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4

Termination

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount

in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are

not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 **Adjustments**

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be

given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
 - (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the "**Futures Exchange**");

(iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF702X5 / LONGDAX DB CG	DAX	Mini Long	No	EUR 6.82	Euro (EUR)	EUR 8,867.00 / EUR 9,000.00	0.01	4.12 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
DAX / performance index	DE0008469008	Deutsche Börse AG / n/a	Modified Exercise Date / not applicable	Euro (EUR)

The following specific meanings shall apply in this context:

Deutsche Börse AG	:	Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	:	EUREX, Frankfurt, Germany
STOXX Limited, Zurich	:	STOXX Limited, Zurich, Switzerland
S&P Dow Jones Indices LLC	:	S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
NASDAQ Stock Market, Inc.	:	NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
NASDAQ OMX Group, Inc.	:	NASDAQ OMX Group, Inc., New York, U.S.A.
Nikkei Inc.	:	Nikkei Inc., Tokyo, Japan
AEX Options and Futures Exchange	:	AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	:	Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	:	EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	:	Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	:	Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	:	Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX®: <http://www.deutsche-boerse.com>

Disclaimer in relation to indices used as Underlying

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX® Indices

"DAX®", "DivDAX®", "MDAX®", "TecDAX®", "X-DAX®" are trademarks of Deutsche Börse AG (the "Licensor"). This financial instrument is neither sponsored nor promoted, distributed or in any other manner supported by Deutsche Börse AG. The Licensor does not give any explicit or implicit warranty or representation, neither regarding the results deriving from the use of the Index and/or the Index Trademark nor regarding the Index value at a certain point in time or on a certain date nor in any other respect. The Index is calculated and published by the Licensor. Nevertheless, as far as admissible under statutory law the Licensor will not be liable vis-à-vis third parties for potential errors in the Index. Moreover, there is no obligation for the Licensor vis-à-vis third parties, including investors, to point out potential errors in the Index.

Neither the publication of the Index by the Licensor nor the granting of a license regarding the Index as well as the Index Trademark for the utilization in connection with the financial instrument or other securities or financial products, which derived from the Index, represents a recommendation by the Licensor for a capital investment or contains in any manner a warranty or opinion by the Licensor with respect to the attractiveness on an investment in this product.

In its capacity as sole owner of all rights to the Index and the Index Trademark the Licensor has solely licensed to the issuer of the financial instrument the utilization of the Index and the Index Trademark as well as any reference to the Index and the Index Trademark in connection with the financial instrument.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF702X5</p> <p>Local Code: LONGDAX DB CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: 846900</p> <p>ISIN: DE0008469008</p> <p>Underlying: DAX</p> <p>Relevant index calculator: Deutsche Börse AG</p> <p>Reuters page: .GDAXI</p> <p>Website: www.deutsche-boerse.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p>	<p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 6.82.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääätökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
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Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiosta.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitalinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF702X5 <i>Muu tunniste:</i> LONGDAX DB CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säädösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki: Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelumiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Long Warrantesta Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen. Liikkeeseenlaskija päättää suojaucksella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojaustransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>

C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Tyyppi: osakeindeksi WKN (Saksalainen yritystunniste): 846900 ISIN: DE0008469008 Kohde-etuus: DAX Asianomainen indeksin ylläpitäjä: Deutsche Börse AG Reuters-sivu: .GDAXI Internet-sivu: www.deutsche-boerse.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahetoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiomien tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden</p>
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	<p>siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnytyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvii omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaiketus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden</p>
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	<p>eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit
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		Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelua pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päätynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-</p>

	<p>etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittynen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliaseiden luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optio-oikeudet eräänlyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen eräänlympäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa</p>
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	<p>sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvomuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päättöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoiteten tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlytättyt arvottomina, jos kohde-etuuden ehdossa määritellyt arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski</p>
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		<p>epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnonittelussa. Tällaisten osatekijöiden määrällinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter)</p>

		<p>jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaa jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 6,82.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina</p>

		<p>tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvä merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

DAX

ISIN: DE000CF702Y3

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	not applicable
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	not applicable
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned

	prerequisites are met.
"Modified Valuation Date + 1":	not applicable
"Modified Valuation Date":	not applicable
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	not applicable
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a
Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.
- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling

in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3

Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant

Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.

- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.
- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4

Termination

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount

in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are

not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 **Adjustments**

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be

given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
 - (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the "**Futures Exchange**");

(iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF702Y3 / LONGDAX DC CG	DAX	Mini Long	No	EUR 5.83	Euro (EUR)	EUR 8,965.52 / EUR 9,100.00	0.01	4.12 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
DAX / performance index	DE0008469008	Deutsche Börse AG / n/a	Modified Exercise Date / not applicable	Euro (EUR)

The following specific meanings shall apply in this context:

Deutsche Börse AG	:	Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	:	EUREX, Frankfurt, Germany
STOXX Limited, Zurich	:	STOXX Limited, Zurich, Switzerland
S&P Dow Jones Indices LLC	:	S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
NASDAQ Stock Market, Inc.	:	NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
NASDAQ OMX Group, Inc.	:	NASDAQ OMX Group, Inc., New York, U.S.A.
Nikkei Inc.	:	Nikkei Inc., Tokyo, Japan
AEX Options and Futures Exchange	:	AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	:	Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	:	EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	:	Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	:	Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	:	Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz "WpPG"*).

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX®: <http://www.deutsche-boerse.com>

Disclaimer in relation to indices used as Underlying

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX® Indices

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Neither the publication of the Index by the Licensor nor the granting of a license regarding the Index as well as the Index Trademark for the utilization in connection with the financial instrument or other securities or financial products, which derived from the Index, represents a recommendation by the Licensor for a capital investment or contains in any manner a warranty or opinion by the Licensor with respect to the attractiveness on an investment in this product.

In its capacity as sole owner of all rights to the Index and the Index Trademark the Licensor has solely licensed to the issuer of the financial instrument the utilization of the Index and the Index Trademark as well as any reference to the Index and the Index Trademark in connection with the financial instrument.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF702Y3</p> <p>Local Code: LONGDAX DC CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: 846900</p> <p>ISIN: DE0008469008</p> <p>Underlying: DAX</p> <p>Relevant index calculator: Deutsche Börse AG</p> <p>Reuters page: .GDAXI</p> <p>Website: www.deutsche-boerse.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p><u>General risk factors of Warrants</u></p> <p>Risk of total loss</p>

<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p>	<p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 5.83.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääätökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
Taseen loppusumma yht.	9.543	8.690															
Liikevaihto	11.162	10.163															
Oma pääoma	590	588															
Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiosta.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitalinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF702Y3 <i>Muu tunniste:</i> LONGDAX DC CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säädösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelumiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Long Warrantesta Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen. Liikkeeseenlaskija päättää suojaucksella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojaustransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>

C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Tyyppi: osakeindeksi WKN (Saksalainen yritystunniste): 846900 ISIN: DE0008469008 Kohde-etuus: DAX Asianomainen indeksin ylläpitäjä: Deutsche Börse AG Reuters-sivu: .GDAXI Internet-sivu: www.deutsche-boerse.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahointisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiomien tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden</p>
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	<p>siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnytyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvii omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaiketus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden</p>
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	<p>eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit
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		Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelua pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päätynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-</p>

	<p>etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliaseiden luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optio-oikeudet eräänlyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen eräänlympäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa</p>
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	<p>sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvomuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päättöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlytättyt arvottomina, jos kohde-etuuden ehdossa määritellyt arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski</p>
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		<p>epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnottelussa. Tällaisten osatekijöiden määrällinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter)</p>

		<p>jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaa jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 5,83.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina</p>

		<p>tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvä merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

DAX

ISIN: DE000CF702Z0

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	not applicable
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	not applicable
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned

	prerequisites are met.
"Modified Valuation Date + 1":	not applicable
"Modified Valuation Date":	not applicable
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	not applicable
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a
Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.
- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling

in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3

Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant

Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.

- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.
- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4

Termination

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount

in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are

not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 **Adjustments**

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be

given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
 - (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the "**Futures Exchange**");

(iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF702Z0 / LONGDAX DD CG	DAX	Mini Long	No	EUR 4.85	Euro (EUR)	EUR 9,064.04 / EUR 9,200.00	0.01	4.12 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
DAX / performance index	DE0008469008	Deutsche Börse AG / n/a	Modified Exercise Date / not applicable	Euro (EUR)

The following specific meanings shall apply in this context:

Deutsche Börse AG	:	Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	:	EUREX, Frankfurt, Germany
STOXX Limited, Zurich	:	STOXX Limited, Zurich, Switzerland
S&P Dow Jones Indices LLC	:	S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
NASDAQ Stock Market, Inc.	:	NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
NASDAQ OMX Group, Inc.	:	NASDAQ OMX Group, Inc., New York, U.S.A.
Nikkei Inc.	:	Nikkei Inc., Tokyo, Japan
AEX Options and Futures Exchange	:	AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	:	Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	:	EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	:	Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	:	Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	:	Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz "WpPG"*).

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX®: <http://www.deutsche-boerse.com>

Disclaimer in relation to indices used as Underlying

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX® Indices

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In its capacity as sole owner of all rights to the Index and the Index Trademark the Licensor has solely licensed to the issuer of the financial instrument the utilization of the Index and the Index Trademark as well as any reference to the Index and the Index Trademark in connection with the financial instrument.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF702Z0</p> <p>Local Code: LONGDAX DD CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: 846900</p> <p>ISIN: DE0008469008</p> <p>Underlying: DAX</p> <p>Relevant index calculator: Deutsche Börse AG</p> <p>Reuters page: .GDAXI</p> <p>Website: www.deutsche-boerse.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

	<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 4.85.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääätökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiittiyhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
Taseen loppusumma yht.	9.543	8.690															
Liikevaihto	11.162	10.163															
Oma pääoma	590	588															
Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiosta.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF702Z0 <i>Muu tunniste:</i> LONGDAX DD CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säädösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki: Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelumiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Long Warrantesta Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen. Liikkeeseenlaskija päättää suojaucksella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojaustransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>

C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Tyyppi: osakeindeksi WKN (Saksalainen yritystunniste): 846900 ISIN: DE0008469008 Kohde-etuus: DAX Asianomainen indeksin ylläpitäjä: Deutsche Börse AG Reuters-sivu: .GDAXI Internet-sivu: www.deutsche-boerse.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahetoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiomien tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden</p>
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	<p>siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnytyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvii omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaiketus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden</p>
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	<p>eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit
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		Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelua pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päätynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-</p>

	<p>etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittynen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliaseiden luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optio-oikeudet eräänlyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen eräänlympäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa</p>
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	<p>sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvomuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päättöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlytättyt arvottomina, jos kohde-etuuden ehdossa määritellyt arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski</p>
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		<p>epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnottelussa. Tällaisten osatekijöiden määrällinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter)</p>

		<p>jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaa jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 4,85.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina</p>

		<p>tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvä merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

DAX

ISIN: DE000CF70302

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	not applicable
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	not applicable
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned

	prerequisites are met.
"Modified Valuation Date + 1":	not applicable
"Modified Valuation Date":	not applicable
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	not applicable
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a
Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.
- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling

in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3

Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant

Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.

- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.
- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4

Termination

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount

in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are

not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 **Adjustments**

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be

given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
 - (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the "**Futures Exchange**");

(iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70302 / LONGDAX DE CG	DAX	Mini Long	No	EUR 4.35	Euro (EUR)	EUR 9,113.30 / EUR 9,250.00	0.01	4.12 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
DAX / performance index	DE0008469008	Deutsche Börse AG / n/a	Modified Exercise Date / not applicable	Euro (EUR)

The following specific meanings shall apply in this context:

Deutsche Börse AG	:	Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	:	EUREX, Frankfurt, Germany
STOXX Limited, Zurich	:	STOXX Limited, Zurich, Switzerland
S&P Dow Jones Indices LLC	:	S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
NASDAQ Stock Market, Inc.	:	NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
NASDAQ OMX Group, Inc.	:	NASDAQ OMX Group, Inc., New York, U.S.A.
Nikkei Inc.	:	Nikkei Inc., Tokyo, Japan
AEX Options and Futures Exchange	:	AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	:	Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	:	EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	:	Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	:	Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	:	Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz "WpPG"*).

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX®: <http://www.deutsche-boerse.com>

Disclaimer in relation to indices used as Underlying

DAX®, DivDAX®, MDAX®, TecDAX®, X-DAX® Indices

"DAX®", "DivDAX®", "MDAX®", "TecDAX®", "X-DAX®" are trademarks of Deutsche Börse AG (the "Licensor"). This financial instrument is neither sponsored nor promoted, distributed or in any other manner supported by Deutsche Börse AG. The Licensor does not give any explicit or implicit warranty or representation, neither regarding the results deriving from the use of the Index and/or the Index Trademark nor regarding the Index value at a certain point in time or on a certain date nor in any other respect. The Index is calculated and published by the Licensor. Nevertheless, as far as admissible under statutory law the Licensor will not be liable vis-à-vis third parties for potential errors in the Index. Moreover, there is no obligation for the Licensor vis-à-vis third parties, including investors, to point out potential errors in the Index.

Neither the publication of the Index by the Licensor nor the granting of a license regarding the Index as well as the Index Trademark for the utilization in connection with the financial instrument or other securities or financial products, which derived from the Index, represents a recommendation by the Licensor for a capital investment or contains in any manner a warranty or opinion by the Licensor with respect to the attractiveness on an investment in this product.

In its capacity as sole owner of all rights to the Index and the Index Trademark the Licensor has solely licensed to the issuer of the financial instrument the utilization of the Index and the Index Trademark as well as any reference to the Index and the Index Trademark in connection with the financial instrument.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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Business volume	12,628	11,162																																	
Equity capital	590	590																																	
Loan portfolio	5,179	5,365																																	
Number of employees on the balance sheet date	263	334																																	
	01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro																																	
Interest income from operations	3	7																																	
Commissions from brokerage business	20	33																																	
Commissions from securities business	8	9																																	
Net income from financial trading operations	29	16																																	
General administrative expenses	72	70																																	
		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70302</p> <p>Local Code: LONGDAX DE CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: 846900</p> <p>ISIN: DE0008469008</p> <p>Underlying: DAX</p> <p>Relevant index calculator: Deutsche Börse AG</p> <p>Reuters page: .GDAXI</p> <p>Website: www.deutsche-boerse.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

	<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 4.35.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääätökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
Taseen loppusumma yht.	9.543	8.690															
Liikevaihto	11.162	10.163															
Oma pääoma	590	588															
Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiosta.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitalinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF70302 <i>Muu tunniste:</i> LONGDAX DE CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säänöstien ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki: Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsääädännön nojalla.</p> <p>Oikeuksien rajoittaminen Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelumiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Long Warrantesta Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen. Liikkeeseenlaskija päättää suojaucksella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojaustransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>

C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Tyyppi: osakeindeksi WKN (Saksalainen yritystunniste): 846900 ISIN: DE0008469008 Kohde-etuus: DAX Asianomainen indeksin ylläpitäjä: Deutsche Börse AG Reuters-sivu: .GDAXI Internet-sivu: www.deutsche-boerse.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahetoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiomien tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden</p>
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	<p>siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoona sekä erityisesti Citibank, N.A., Lontoona kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnytyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvii omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaiketus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden</p>
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	<p>eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit
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		Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelua pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päätynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-</p>

	<p>etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliaseiden luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optio-oikeudet eräänlyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen eräänlympäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa</p>
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	<p>sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvomuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päättöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlytättyt arvottomina, jos kohde-etuuden ehdossa määritellyt arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski</p>
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		<p>epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnottelussa. Tällaisten osatekijöiden määrällinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter)</p>

		<p>jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaa jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 4,35.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina</p>

		<p>tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvä merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

EURO STOXX 50

ISIN: DE000CF70310

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	not applicable
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	not applicable
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned

	prerequisites are met.
"Modified Valuation Date + 1":	not applicable
"Modified Valuation Date":	not applicable
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	not applicable
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a
Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.
- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling

in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3

Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant

Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.

- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.
- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4

Termination

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount

in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are

not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 **Adjustments**

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be

given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
 - (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the "**Futures Exchange**");

(iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70310 / SHRTEUSTX AK CG	EURO STOXX 50	Mini Short	No	EUR 7.24	Euro (EUR)	EUR 3,914.00 / EUR 3,800.00	0.01	-3.88 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
EURO STOXX 50 / price index	EU0009658145	STOXX Limited, Zürich / n/a	Modified Exercise Date / not applicable	Euro (EUR)

The following specific meanings shall apply in this context:

- Deutsche Börse AG : Deutsche Börse AG, Frankfurt, Germany (XETRA®)
- EUREX : EUREX, Frankfurt, Germany
- STOXX Limited, Zurich : STOXX Limited, Zurich, Switzerland
- S&P Dow Jones Indices LLC : S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
- NASDAQ Stock Market, Inc. : NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
- NASDAQ OMX Group, Inc. : NASDAQ OMX Group, Inc., New York, U.S.A.
- Nikkei Inc. : Nikkei Inc., Tokyo, Japan
- AEX Options and Futures Exchange : AEX Options and Futures Exchange, Amsterdam, The Netherlands
- Bolsa de Derivados Portugal : Bolsa de Derivados Portugal, Lisbon, Portugal
- EUREX : EUREX, Zurich, Switzerland
- Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris : Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
- Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.) : Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
- Helsinki Derivatives Exchange (HEX Ltd.) : Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

EURO STOXX 50®: www.stoxx.com

Disclaimer in relation to indices used as Underlying

EURO STOXX 50® Index

STOXX and its licensors (the "Licensors") have no relationship to the Licensee, other than the licensing of the EURO STOXX 50® and the related trademarks for use in connection with the Warrants/Certificates.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Warrants/Certificates.
- Recommend that any person invest in the Warrants/Certificates or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Warrants/Certificates.
- Have any responsibility or liability for the administration, management or marketing of the Warrants/Certificates.
- Consider the needs of the Warrants/Certificates or the owners of the Warrants/Certificates in determining, composing or calculating the EURO STOXX 50® or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Warrants/Certificates. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Warrants/Certificates, the owner of the Warrants/Certificates or any other person in connection with the use of the EURO STOXX 50® and the data included in the EURO STOXX 50®;**
 - **The accuracy or completeness of the EURO STOXX 50® and its data;**

- The merchantability and the fitness for a particular purpose or use of the EURO STOXX 50® and its data;
- STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the EURO STOXX 50® or its data;
- Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.

The licensing agreement between the issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Warrants/Certificates or any other third parties.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70310</p> <p>Local Code: SHRTEUSTX AK CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Short Warrants</p> <p>Mini Future Short Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the negative performance of the underlying.</p> <p>In return, however, they also participate on a leveraged basis in any positive performance of the underlying and in addition bear the risk that the Mini Future Short Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is lower than the respective strike.</p> <p>If the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is lower than the strike, provided that this amount is positive. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the highest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Short Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: 965814</p> <p>ISIN: EU0009658145</p> <p>Underlying: EURO STOXX 50</p> <p>Relevant index calculator: STOXX Limited, Zürich</p> <p>Reuters page: .STOXX50E</p> <p>Website: www.stoxx.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p>	<p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bear Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or higher than (bear) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bear Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or exceeds (Bear) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bear Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably higher than (bear) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bear Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 7.24.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääätökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
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Liikevaihto	11.162	10.163															
Oma pääoma	590	588															
Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiiossa.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitalinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF70310 <i>Muu tunniste:</i> SHRTEUSTX AK CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säänöstien ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki: Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä Liikkeeseenlaskijalle Warranteista syntvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelumiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Short Warranteista Mini Future Short Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden negatiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden positiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Short Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai nousee sen yläpuolelle milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä toteutushinnasta kohde-etuuden arvostuspäivänä määritelty viitehintaa ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai ylittää knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä toteutushinnasta stop-loss-ehdolla suojattu hinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen. Liikkeeseenlaskija päättää suojauskella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käytäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojaustransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten enintään ylin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Short Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>

C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Tyyppi: osakeindeksi WKN (Saksalainen yritystunniste): <i>965814</i> ISIN: <i>EU0009658145</i> Kohde-etuus: EURO STOXX 50 Asianomainen indeksin ylläpitäjä: STOXX Limited, Zürich Reuters-sivu: .STOXX50E Internet-sivu: www.stoxx.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahetoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiomien tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden</p>
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	<p>siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnytyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvii omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaiketus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden</p>
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	<p>eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit
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		Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelua pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päätynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-</p>

	<p>etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittynen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliaseiden luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optio-oikeudet eräänlyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen eräänlympäivää knock-out-tilanteessa</p> <p>Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai korkeampi kuin (bear) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa</p>
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	<p>sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvomuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päättöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoiteten tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlytät arvottomina, jos kohde-etuuden ehdossa määritellyt arvo sama tai korkeampi kuin (bear) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bear Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti korkeampi (bear) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski</p>
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		<p>epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnonittelussa. Tällaisten osatekijöiden määrällinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter)</p>

		<p>jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaa jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 7,24.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina</p>

		<p>tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvä merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

EURO STOXX 50

ISIN: DE000CF70328

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	not applicable
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	not applicable
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned

	prerequisites are met.
"Modified Valuation Date + 1":	not applicable
"Modified Valuation Date":	not applicable
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	not applicable
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a
Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.
- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling

in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3

Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant

Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.

- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.
- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4

Termination

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount

in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are

not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 **Adjustments**

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be

given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
 - (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the "**Futures Exchange**");

(iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70328 / SHRTEUSTX AL CG	EURO STOXX 50	Mini Short	No	EUR 11.36	Euro (EUR)	EUR 4,326.00 / EUR 4,200.00	0.01	-3.88 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
EURO STOXX 50 / price index	EU0009658145	STOXX Limited, Zürich / n/a	Modified Exercise Date / not applicable	Euro (EUR)

The following specific meanings shall apply in this context:

- Deutsche Börse AG : Deutsche Börse AG, Frankfurt, Germany (XETRA®)
- EUREX : EUREX, Frankfurt, Germany
- STOXX Limited, Zurich : STOXX Limited, Zurich, Switzerland
- S&P Dow Jones Indices LLC : S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
- NASDAQ Stock Market, Inc. : NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
- NASDAQ OMX Group, Inc. : NASDAQ OMX Group, Inc., New York, U.S.A.
- Nikkei Inc. : Nikkei Inc., Tokyo, Japan
- AEX Options and Futures Exchange : AEX Options and Futures Exchange, Amsterdam, The Netherlands
- Bolsa de Derivados Portugal : Bolsa de Derivados Portugal, Lisbon, Portugal
- EUREX : EUREX, Zurich, Switzerland
- Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris : Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
- Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.) : Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
- Helsinki Derivatives Exchange (HEX Ltd.) : Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz "WpPG"*).

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

EURO STOXX 50®: www.stoxx.com

Disclaimer in relation to indices used as Underlying

EURO STOXX 50® Index

STOXX and its licensors (the "Licensors") have no relationship to the Licensee, other than the licensing of the EURO STOXX 50® and the related trademarks for use in connection with the Warrants/Certificates.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Warrants/Certificates.
- Recommend that any person invest in the Warrants/Certificates or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Warrants/Certificates.
- Have any responsibility or liability for the administration, management or marketing of the Warrants/Certificates.
- Consider the needs of the Warrants/Certificates or the owners of the Warrants/Certificates in determining, composing or calculating the EURO STOXX 50® or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Warrants/Certificates. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Warrants/Certificates, the owner of the Warrants/Certificates or any other person in connection with the use of the EURO STOXX 50® and the data included in the EURO STOXX 50®;**
 - **The accuracy or completeness of the EURO STOXX 50® and its data;**

- The merchantability and the fitness for a particular purpose or use of the EURO STOXX 50® and its data;
- STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the EURO STOXX 50® or its data;
- Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.

The licensing agreement between the issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Warrants/Certificates or any other third parties.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70328</p> <p>Local Code: SHRTEUSTX AL CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Short Warrants</p> <p>Mini Future Short Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the negative performance of the underlying.</p> <p>In return, however, they also participate on a leveraged basis in any positive performance of the underlying and in addition bear the risk that the Mini Future Short Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is lower than the respective strike.</p> <p>If the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is lower than the strike, provided that this amount is positive. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the highest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Short Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: 965814</p> <p>ISIN: EU0009658145</p> <p>Underlying: EURO STOXX 50</p> <p>Relevant index calculator: STOXX Limited, Zürich</p> <p>Reuters page: .STOXX50E</p> <p>Website: www.stoxx.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p>	<p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bear Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or higher than (bear) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bear Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or exceeds (Bear) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bear Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably higher than (bear) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bear Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 11.36.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätärivit ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspäätoimet perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
Taseen loppusumma yht.	9.543	8.690															
Liikevaihto	11.162	10.163															
Oma pääoma	590	588															
Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiosta.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitalinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF70328 <i>Muu tunniste:</i> SHRTEUSTX AL CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säänöstien ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki: Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä Liikkeeseenlaskijalle Warranteista syntvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsääädännön nojalla.</p> <p>Oikeuksien rajoittaminen Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelämiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Short Warranteista Mini Future Short Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden negatiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden positiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Short Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai nousee sen yläpuolelle milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä toteutushinnasta kohde-etuuden arvostuspäivänä määritelty viitehintaa ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai ylittää knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuoritukseen, jonka määrä lasketaan vähentämällä toteutushinnasta stop-loss-ehdolla suojattu hinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen. Liikkeeseenlaskija päättää suojauskella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käytäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojaustransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten enintään ylin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuoritukseen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Short Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>

C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Tyyppi: osakeindeksi WKN (Saksalainen yritystunniste): <i>965814</i> ISIN: <i>EU0009658145</i> Kohde-etuus: EURO STOXX 50 Asianomainen indeksin ylläpitäjä: STOXX Limited, Zürich Reuters-sivu: .STOXX50E Internet-sivu: www.stoxx.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahetoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiomien tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden</p>
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	<p>siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnytyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvii omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaiketus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden</p>
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	<p>eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit
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		Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelua pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päätynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-</p>

	<p>etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittynen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliaseiden luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optio-oikeudet eräänlyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen eräänlympäivää knock-out-tilanteessa</p> <p>Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai korkeampi kuin (bear) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa</p>
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	<p>sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvomuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päättöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlytät arvottomina, jos kohde-etuuden ehdossa määritellyt arvo sama tai korkeampi kuin (bear) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bear Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti korkeampi (bear) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski</p>
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		<p>epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnonittelussa. Tällaisten osatekijöiden määrällinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter)</p>

		<p>jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaa jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 11,36.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina</p>

		<p>tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvä merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "**Tripartite Base Prospectus**")

MINI FUTURE WARRANTS

referenced to the following underlying:

Nasdaq-100

ISIN: DE000CF70336

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share index, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a

	day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depository.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depository.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published

on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time.

If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.

"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be

adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.
- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the Index specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days by the Relevant Index Calculator specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Index Calculator**"). The "**Observation Price**" of the Underlying shall correspond to the prices calculated and published for the Index on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding prices calculated on the basis of the midday auction or of another intraday auction). In the case of the DAX/X-DAX as the Underlying, the Observation Price of the Underlying shall correspond to the prices (i) of the DAX® Performance Index (ISIN DE0008469008) or (ii) of the X-DAX® (ISIN DE000A0C4CA0) calculated and published for the Underlying on an ongoing basis by the Relevant Index Calculator on Trading Days (excluding (a) prices calculated on the basis of the midday auction or of another intraday auction and (b) prices which in the opinion of the Issuer are not based on any exchange trading transactions actually carried out). "**Observation Hours**" shall be the Trading Hours. In the case of the DAX/X-DAX as the Underlying, Observation Hours shall be the hours during which the Relevant Index Calculator normally calculates and publishes prices for (i) the DAX® Performance Index (ISIN DE0008469008) or (ii) the X-DAX® (ISIN DE000A0C4CA0). "**Trading Days**" shall be days on which the Index is normally calculated and published by the Relevant Index Calculator. "**Trading Hours**" shall be hours during which prices are normally calculated and published for the Index by the Relevant Index Calculator on Trading Days.

No. 6 Adjustments

- (1) The Strike, the Knock-Out Barrier and/or the Multiplier as well as the other features of the Warrants that are relevant for the calculation of the Cash Amount shall be subject to adjustment in accordance with the provisions below (referred to in the following as "**Adjustments**").
- (2) Changes in the calculation of the Underlying (including corrections) or in the composition or weighting of the prices or securities on the basis of which the Underlying is calculated shall not result in an adjustment of the Option Right unless, in the reasonable discretion of the Issuer, as a result of a change (including a correction) the new relevant concept and the calculation of the Underlying are no longer comparable with the previous relevant concept or the previous calculation of the Underlying. This shall apply in particular if a change of whatever nature results in a material change in the value of the Index even though the prices of the individual securities included in the Underlying and their weighting remain the same. The Option Right may also be adjusted in the event that the Underlying is discontinued and/or replaced by another Index. The Issuer shall adjust the Option Right in its reasonable discretion based on the most recently

calculated price with the objective of preserving the financial value of the Warrants, and shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.

- (3) If the Index is discontinued at any time and/or replaced by another Index, the Issuer in its reasonable discretion shall specify the other Index as the Underlying on which the Option Right will be based in future (the "**Successor Index**"), where necessary adjusting the Option Right in accordance with paragraph (4) of this No. 6. Notice shall be given of the Successor Index and the date on which it first applies in accordance with No. 4 of the General Conditions. All references in these Terms and Conditions to the Index shall then be deemed, insofar as the context allows, to be references to the Successor Index.
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying and including any subsequent correction by the Relevant Index Calculator of the Reference Price or another price of the Underlying that is relevant in accordance with the Terms and Conditions, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change. Notice shall be given of the adjusted Option Right and the date on which it first applies in accordance with No. 4 of the General Conditions.
- (5) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published by the Relevant Index Calculator, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Relevant Index Calculator**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published by the New Relevant Index Calculator. In addition, all references in these Terms and Conditions to the Relevant Index Calculator shall then be deemed, insofar as the context allows, to be references to the New Relevant Index Calculator. The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.
- (6) If in the reasonable discretion of the Issuer it is not possible, for any reason whatsoever, to adjust the Option Right or to specify a Successor Index, then the Issuer or an expert appointed by the Issuer will be responsible for the continued calculation and publication of the Underlying on the basis of the existing index concept and the most recent value determined for the index, subject to any Termination of the Warrants pursuant to No. 2 of the General Conditions. Notice shall be given of any continuation of this nature in accordance with No. 4 of the General Conditions.

No. 7 Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor

to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.

(2) **"Market Disruption Event"** shall mean

- (i) the suspension or restriction of trading generally on the exchanges or markets on which the assets on which the Index is based are listed or traded; or
- (ii) the suspension or restriction of trading (including the lending market) in individual assets on which the Index is based on the respective exchanges or markets on which those assets are listed or traded, or in a futures or options contract based on the Index on a Futures Exchange on which futures or options contracts based on the Index are traded (the **"Futures Exchange"**);
- (iii) the suspension or non-calculation of the Index as the result of a decision by the Relevant Index Calculator,

if that suspension, restriction or non-calculation occurs or exists in the last half-hour before the calculation of the closing price of the Index or of the assets on which the Index is based that would normally take place and is material, in the reasonable discretion of the Issuer, for the fulfillment of the obligations arising from the Warrants. A change in the Trading Days or Trading Hours on or during which trading takes place or the Index is calculated does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the exchange or in the rules for calculating the Index by the Relevant Index Calculator.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70336 / SHRTNDX AD CG	Nasdaq-100	Mini Short	No	EUR 1.76	Euro (EUR)	USD 3,830.00 / USD 3,800.00	0.01	-3.88 %	200,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying / Index type	ISIN or Reuters Code of the Underlying	Relevant Index Calculator / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Nasdaq-100 / price index	US6311011026	NASDAQ Stock Market, Inc. / n/a	Modified Exercise Date / Modified Valuation Date + 1	US Dollar (USD)

The following specific meanings shall apply in this context:

Deutsche Börse AG	: Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	: EUREX, Frankfurt, Germany
STOXX Limited, Zurich	: STOXX Limited, Zurich, Switzerland
S&P Dow Jones Indices LLC	: S&P Dow Jones Indices LLC, a subsidiary of The McGraw-Hill Companies, Inc., New York, USA
NASDAQ Stock Market, Inc.	: NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
NASDAQ OMX Group, Inc.	: NASDAQ OMX Group, Inc., New York, U.S.A.
Nikkei Inc.	: Nikkei Inc., Tokyo, Japan
AEX Options and Futures Exchange	: AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	: Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	: EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	: Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	: Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	: Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL
Madrid stock exchange:
MEFF
NYSE
OCC
OSE
TSE
SIX Swiss Exchange

***SOQ**

Average price

Closing price of the DAX Performance Index

n/a

:	Hang Seng Indexes Company Limited ("HSIL"), Hong Kong, China
:	Bolsa de Madrid, Madrid, Spain
:	Mercado de Futures Financieros Madrid, Madrid, Spain
:	New York Stock Exchange, New York, NY, USA
:	Options Clearing Corporation, Chicago, Illinois, USA
:	Osaka Securities Exchange, Osaka, Japan
:	Tokyo Stock Exchange, Tokyo, Japan
:	SIX Swiss Exchange, Switzerland
	Special Opening Quotation ("SOQ"), a special reference price determined at the opening of the exchange. If no SOQ is determined or published on the valuation date, the official closing price of the underlying is the Reference Price.
	An average price determined at five-minute intervals during the final day of the term.
:	Where the DAX®/X-DAX® is the underlying, the official closing price of the DAX® Performance Index is the relevant Reference Price.
:	not applicable

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with indices as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Description of indices not composed by the Issuer

All relevant information, especially the concept, type, method of calculation, weightings of constituents and rules of regularly or extraordinarily exchanging the constituents in the index are explained for the indexes underlying certain warrants referred to in this document on the web pages specified below. Such web pages do also give up to date information of the current weightings of constituents.

Nasdaq-100®: <http://www.nasdaq.com>

Disclaimer in relation to indices used as Underlying

NASDAQ-100® Index

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Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70336</p> <p>Local Code: SHRTNDX AD CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Short Warrants</p> <p>Mini Future Short Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the negative performance of the underlying.</p> <p>In return, however, they also participate on a leveraged basis in any positive performance of the underlying and in addition bear the risk that the Mini Future Short Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is lower than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is lower than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the highest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Short Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share index</p> <p>WKN: <i>A0AEIX</i></p> <p>ISIN: <i>US6311011026</i></p> <p>Underlying: Nasdaq-100</p> <p>Relevant index calculator: NASDAQ Stock Market, Inc.</p> <p>Reuters page: <i>.NDX</i></p> <p>Website: www.nasdaq.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p>	<p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bear Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or higher than (bear) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bear Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or exceeds (Bear) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bear Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably higher than (bear) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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		<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bear Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with indices as the underlying</p> <p>In the case of Warrants based on indices, the level of the cash amount is dependent on the performance of the index. Risks attaching to the index therefore also represent risks attaching to the Warrants. The performance of the index depends in turn on the individual index constituents of which the respective index is composed. During the term of the Warrants, however, their market value may not reflect the performance of the index or of the index constituents.</p>
Section E – Offer		
E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or</p>

		<p>delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 1.76.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public</p>

		information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätärivit ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspäätoimet perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.	
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.	

Jakso B – Liikkeeseenlaskija ja takaaja

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteyksissä käytetty nimi on Citigroup Global Markets Deutschland AG.
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	käytetty toiminimi.	
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyvä vaatimattomasti 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoitaa Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä krisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle urrelle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaa, että johtavia liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä	Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö

	pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan ääneton yhtiömies, jonka ääneton pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa ääneton yhtiömies on Citi Overseas Investment Bahamas Inc. Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).															
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoittettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.															
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.															
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitetväällä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitetväällä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalkku</td> <td>5.365</td> <td>5.196</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalkku	5.365	5.196
	30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa															
Taseen loppusumma yht.	9.543	8.690															
Liikevaihto	11.162	10.163															
Oma pääoma	590	588															
Luottosalkku	5.365	5.196															

	vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.	Työntekijämäärä	348	361
	Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.	01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	
	Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiiossa.	Toiminnan korkotuotot	11	29
		Palkkiot välitysluiketoiminnasta	111	96
		Palkkiot arvopaperiliiketoiminnasta	18	17
		Nettotuotot kaupankäyntitoiminnasta	25	60
		Yleiset hallintokulut	161	137
Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:				
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)	
	Merkitty pääoma			
	Osakepääoma	210,6	210,6	
	Äänettömän yhtiömiehen pääomapanos	122,7	122,7	
	Pääomarahastot	195,8	193,8	
	Lakisääteiset rahastot	33,0	33,0	
	Muut rahastot	27,9	27,9	
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).				
Kansainvälisen Järjestelyparkin BIS:n säädetyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaan huonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:				
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	

Taseen mukainen oma pääoma	590,0	588,0
Vähennettävä aineettomat hyödykkeet	0	-1,2
Rajoituksettomat omat varat	599,3	594,3
Rajoituksenalaiset omat varat	0,0	0,0
Omat varat	599,3	594,3
Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksенä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7

		Palkkiot välitysluiketoiminnasta	20	33	
		Palkkiot arvopaperiluiketoiminnasta	8	9	
		Nettotuotot kaupankäyntitoiminnasta	29	16	
		Yleiset hallintokulut	72	70	
Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot					
Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.					
Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoituksessa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitalinpäätöksen päiväyksен (31.5.2013) jälkeen.					
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstin veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasytteen määrään selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijarytykseltä sekä hyvämaineiselta kirjanpitorytykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>			

B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituksellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjoukkioita. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtaa määräysvallan luonnetta.	Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa. Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle. Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien tyyppi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainostaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikeisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana. Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.
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		Arvopapereiden tunnistenumero ISIN: DE000CF70336 <i>Muu tunniste:</i> SHRTNDX AD CG
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävässä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säänöstien ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki: Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä Liikkeeseenlaskijalle Warranteista syntvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsääädännön nojalla.</p> <p>Oikeuksien rajoittaminen Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelämiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-	Kuvaus Mini Future Short Warranteista Mini Future Short Warrantit antavat sijoittajalle mahdollisuuden saavuttaa

	<p>etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 euroa.</p>	<p>(vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden negatiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden positiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Short Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai nousee sen yläpuolelle milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä selvitysvalutaksi muunnettua toteutushinnasta kohde-etuuden arvostuspäivänä määritellyt viitehinta ja kertomalla erotus soveltuvalle kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai ylittää knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuoritukseen, jonka määrä lasketaan vähentämällä toteutushinnasta stop-loss-ehdolla suojattu hinta ja kertomalla erotus soveltuvalle kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvalutaksi. Liikkeeseenlaskija päättää suojaudella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perustena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten enintään ylin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuoritukseen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Short Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyllä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkohdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen</p>

		siirtää varat vastaavasti edelleen.
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warrantilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Closing price
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	Typpi: osakeindeksi WKN (Saksalainen yritystunniste): <i>A0AEIX</i> ISIN: <i>US6311011026</i> Kohde-etuus: Nasdaq-100 Asianomainen indeksin ylläpitäjä: NASDAQ Stock Market, Inc. Reuters-sivu: .NDX Internet-sivu: www.nasdaq.com

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkaamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaaehtoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden</p>
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	<p>konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päätettäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältyttä viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvytömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuviiin omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkääikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoriutua</p>
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	<p>liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästi henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkona voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja sääntelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöltä. Sääntelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p>
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		<ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoisiin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiiritedon väärinkäyttö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastuuun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuojajärjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäytijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelu pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p>

	<p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suorituksset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tämä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotuksiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytäikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytäikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-out-tilanteessa</p> <p>Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai korkeampi kuin (bear) Turbo Warrantin knock-out-taso.</p>
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	<p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvonmuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikeisen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikeisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien juoksuaika päättyy ennenaikesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos kohde-etuuden ehdoissa määritellyt arvo sama tai korkeampi kuin (bear) Open End Turbo Warrantin knock-out-taso ehdoissa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bear Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti korkeampi (bear) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p>
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		<p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p>Kohde-etuuteen liittyvät erityiset riskitekijät</p> <p>Riskit, jotka liittyvät kohde-etuksina toimiviin indekseihin</p> <p>Jos Warrantit perustuvat indekseihin, käteissuorituksen määrä riippuu indeksin arvonkehityksestä. Indeksiin liittyvät riskit kohdistuvat tätten myös Warrantteihin. Indeksin arvonkehitys riippuu vastaavasti indeksin muodostavista yksittäisistä osatekijöistä. Warranttien juoksuaikana niiden markkina-arvo ei kuitenkaan välttämättä heijasta indeksin tai indeksin osatekijöiden arvonkehitystä.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käyttö, jos muu kuin voiton tavoittelu ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä

		<p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaan jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kaupppaa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 1,76.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten osuuksia ja</p>

		<p>arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitilanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Apple Computer

ISIN: DE000CF70344

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share or a security representing shares, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a

	day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depository.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depository.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published

on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time.

If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.

"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be

adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.
- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the share or security representing shares specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions of the Company specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Company**").
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days on the Relevant Exchange specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Exchange**"). The "**Observation Price**" of the Underlying shall correspond to the prices for the Underlying calculated and published on an ongoing basis on the Relevant Exchange on Trading Days. "**Observation Hours**" shall be the Trading Hours. "**Trading Days**" shall be days on which the Underlying is normally traded on the Relevant Exchange. "**Trading Hours**" shall be hours during which the Underlying is normally traded on the Relevant Exchange on Trading Days.

No. 6 Adjustments

- (1) If an Adjustment Event pursuant to paragraph (2) of this No. 6 occurs, the Issuer shall determine whether the relevant Adjustment Event has a diluting, concentrative or other effect on the computed value of the Underlying and, if such is the case, shall if necessary make a corresponding Adjustment to the affected features of the Warrants, which in its reasonable discretion is appropriate in order to take account of the diluting, concentrative or other effect and to leave the Warrant Holders as far as possible in the same position in financial terms as they were in before the Adjustment Event took effect. The Adjustments may relate, *inter alia*, to the Strike, the Multiplier and other relevant features, as well as to the replacement of the Underlying by a basket of shares or other assets or, in the event of a merger, by an adjusted number of shares of the absorbing or newly formed company and, where relevant, the specification of a different exchange as the Relevant Exchange and/or a different currency as the Reference Currency. The Issuer may (but is not obliged to) base the determination of this appropriate Adjustment on the adjustment made in response to the relevant Adjustment Event by a futures exchange, on which options or futures contracts on the Underlying are traded at the time of the Adjustment Event, in respect of options or futures contracts on the relevant share traded on that futures exchange.
- (2) An "**Adjustment Event**" shall be:
 - (a) the subdivision (stock split), combination (reverse stock split) or reclassification of the respective shares or the distribution of dividends in the form of bonus shares or stock dividends or a comparable issue;

- (b) the increase in the capital of the Company by means of the issue of new shares in return for capital contributions, with the grant of a direct or indirect subscription right to its shareholders (capital increase for capital contributions);
 - (c) the increase of the capital of the Company from its own financial resources (capital increase from corporate funds);
 - (d) the grant by the Company to its shareholders of the right to subscribe for bonds or other securities with option or conversion rights (issue of securities with option or conversion rights);
 - (e) the distribution of an extraordinary dividend;
 - (f) the spin-off of a division of the Company in such a way that a new, independent company is formed or the division is absorbed by a third company, with the grant to the shareholders of the Company of shares in either the new company or the absorbing company for no consideration;
 - (g) the permanent delisting of the Underlying on the Relevant Exchange as a result of a merger by absorption or new company formation or for another reason;
 - (h) other comparable events that could have a diluting, concentrative or other effect on the calculated value of the Underlying.
- (3) The rules described in the preceding paragraphs shall apply analogously to securities representing shares as the Underlying (such as ADRs, ADSs or GDRs).
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (5) In the event that the Underlying is permanently delisted on the Relevant Exchange but continues to be listed on another exchange or another market which the Issuer in its reasonable discretion considers to be suitable (the "**New Relevant Exchange**"), then, subject to extraordinary Termination of the Warrants by the Issuer pursuant to No. 2 of the General Conditions, the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Relevant Exchange. In addition, all references in these Terms and Conditions to the Relevant Exchange shall then be deemed, insofar as the context allows, to be references to the New Relevant Exchange.
- (6) In the event that a voluntary or compulsory liquidation, bankruptcy, insolvency, winding up, dissolution or comparable procedure affecting the Company is initiated, or in the event of a process as a result of which all of the shares in the Company or all or substantially all of the assets of the Company are nationalized or expropriated or required to be transferred in some other way to government bodies, authorities or institutions, or if following the occurrence of an event of another kind the Issuer reaches the conclusion that it is not possible to make an Adjustment that would reflect the changes that have occurred appropriately from a financial

point of view, then the Issuer will terminate the Warrants pursuant to No. 2 of the General Conditions.

- (7) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.

- (2) "**Market Disruption Event**" shall mean

- (i) the suspension or restriction of trading in the Underlying on the Relevant Exchange, or
- (ii) the suspension or restriction of trading (including the lending market) in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**");

if that suspension or restriction occurs or exists in the last half-hour before the calculation of the closing price of the Underlying that would normally take place and is material as determined by the Issuer in its reasonable discretion. A change in the Trading Days or Trading Hours on or during which the Underlying is traded does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the Relevant Exchange.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70344 / LONGAPPL AX CG	Apple Computer	Mini Long	No	EUR 6.39	Euro (EUR)	USD 480.77 / USD 500.00	0.1	4.12 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Company) / Share type	ISIN or Reuters Code of the Underlying	Relevant Stock Exchange / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Apple Computer Inc. / Common Shares	US0378331005	NASDAQ / OCC	Modified Exercise Date / Modified Valuation Date + 1	US Dollar (USD)

The following specific meanings shall apply in this context:

Deutsche Börse	:	Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	:	EUREX, Frankfurt, Germany
STOXX Limited, Zurich	:	STOXX Limited, Zurich, Switzerland
Dow Jones & Company, Inc.	:	Dow Jones & Company, Inc., New York, U.S.A.
NASDAQ Stock Market, Inc.	:	NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
Nikkei Inc.	:	Nikkei Inc., Tokyo, Japan
Standard & Poor's Corp.	:	Standard & Poor's Corp., New York, N.Y., U.S.A.
AEX Options and Futures Exchange	:	AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	:	Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	:	EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	:	Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	:	Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	:	Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL	:	Hang Seng Indexes Company Limited (“HSIL”), Hong Kong, China
Madrid stock exchange	:	Bolsa de Madrid, Madrid, Spain
MEFF	:	Mercado de Futures Financieros Madrid, Madrid, Spain
NYSE	:	New York Stock Exchange, New York, NY, USA
OCC	:	Options Clearing Corporation, Chicago, Illinois, USA
OSE	:	Osaka Securities Exchange, Osaka, Japan
TSE	:	Tokyo Stock Exchange, Tokyo, Japan
SIX Swiss Exchange, Swiss Exchange	:	SIX Swiss Exchange, Switzerland

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.apple.com

Disclaimers in relation to Share Prices used as Underlyings

Insofar as share prices are the underlying of Warrants issued by the issuer and described in this Final Terms document, the respective public limited company that has issued the relevant shares, to whose reference price the Warrants relate (the "Issuer of the Underlying"), does not express any recommendation for the Warrants issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main. The Issuer of the underlying neither directly nor indirectly assumes any liability for the Warrants issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main.

The Warrants are the sole obligation of Citigroup Global Markets Deutschland AG and do not involve liability on the part of the Issuer of the underlying. This is not an offer of shares. The Issuer of the underlying has not been and does not want to be involved, neither directly nor indirectly, in deciding the timing of the issue, or the preparation of this document, or the constitution of the option rights under these securities. Furthermore, the Warrant Holder will not have any right through the Warrant to any information, votes or dividends in the Issuer of the underlying.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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Net income from financial trading operations	29	16																																	
General administrative expenses	72	70																																	
		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70344</p> <p>Local Code: LONGAPPL AX CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share or security representing shares</p> <p>WKN: 865985</p> <p>ISIN: US0378331005</p> <p>Company: Apple Computer Inc.</p> <p>Relevant stock exchange: NASDAQ</p> <p>Reuters page: AAPL.O</p> <p>Website: www.apple.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> <ul style="list-style-type: none"> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> <ul style="list-style-type: none"> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> <ul style="list-style-type: none"> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> <ul style="list-style-type: none"> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> <ul style="list-style-type: none"> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

	<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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	<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p>
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving</p>

		<p>the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 6.39.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.</p>
E.7	Estimated expenses charged to the investor by the issuer	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase

	or the offeror.	price to be paid by the investor may include selling fees that have to be disclosed by the distributor.
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ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1		Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspäätökset perustuvat koko Esitteeseen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteensä, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettavissa sitä yhdessä Esitten muiden osien kanssa tai ellei Tiivistelmä luettavissa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaisevaadittuja vaantitietoja.
A.2	Esitteen käyttämistä koskeva suostumus.	Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteeseen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja		
B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>),</p>

		<p>"AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksesta, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoii Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettyvä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äänetön yhtiömies, jonka äänetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äänetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p>

		Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).																								
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoitettava luvut.	Ei sovellu; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.																								
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.																								
B.12	<p>Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettyvä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta.</p> <p>Lisäksi on esitettyvä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä</p>	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olenaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalaku</td> <td>5.365</td> <td>5.196</td> </tr> <tr> <td>Työntekijämäärä</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 -30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (1.12.2010- 30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td> <td>11</td> <td>29</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010- 30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29
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	<p>muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiota.</p>	<table border="1"> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </table>	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137	
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Taseen laadintapäivänä taseesta ilmenevä oma pääoma koostuu seuraavista eristä:															
		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)												
Merkitty pääoma															
Osakepääoma	210,6	210,6													
Äänettömän yhtiönmiehen pääomapanos	122,7	122,7													
Pääomarahastot	195,8	193,8													
Lakisääteiset rahastot	33,0	33,0													
Muut rahastot	27,9	27,9													
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).															
Kansainvälisen Järjestelyparkin BIS:n säätelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuronommat velat) soveltuwan hyväksymismenettelyn tuloksena seuraavasti:															
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa												
Taseen mukainen oma pääoma	590,0	588,0													
Vähennettävät aineettomat hyödykkeet	0	-1,2													
Rajoituksettomat omat varat	599,3	594,3													
Rajoituksenalaiset omat varat	0,0	0,0													
Omat varat	599,3	594,3													

Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättyneellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksenä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7
Palkkiot välijärjestelmiin	20	33
Palkkiot arvopaperiliiketoiminnasta	8	9
Nettotuotot kaupankäyntitoiminnasta	29	16
Yleiset hallintokulut	72	70

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

		<p>Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.</p> <p>Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoitukseissa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväyksien (31.5.2013) jälkeen.</p>
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechst veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysjää osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasyytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoiminta suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasyytteen määärän selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyeritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatiorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz, "AktG"</i>) § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä

		investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjоittajia. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	<p>Warranttien typpi/muoto</p> <p>Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainoastaan sijoittajan edaksi, kun arvon määräävä tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warranttiin liittyvän suorituksen määrä toteutuksen tai ennenaikaisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.</p> <p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF70344</p> <p><i>Muu tunniste:</i> LONGAPPL AX CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaasta luovutettavuutta	Kukin Warrantti on siirrettävissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.

	koskevista rajoituksista.	
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakellemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Long Warrantesta</p> <p>Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-</p>

		<p>etuuden arvostuspäivänä määritellystä viitehinnasta selvitysvaluutaksi muunnettua toteutushintaa ja kertomalla erotus soveltuvalta kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojausta hinnasta toteutushinta ja kertomalla erotus soveltuvalta kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvaluutaksi. Liikkeeseenlaskija päättää suojauskella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteenä kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkupäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai	Viitehinta arvostuspäivänä: Closing price

	lopullinen arvostushinta.	
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Tyyppi: osake tai osakkeita edustava arvopaperi</p> <p>WKN (Saksalainen yritystunniste): 865985</p> <p>ISIN: US0378331005</p> <p>Yhtiö: Apple Computer Inc.</p> <p>Asianomainen arvopaperipörssi: NASDAQ</p> <p>Reuters-sivu: AAPL.O</p> <p>Internet-sivu: www.apple.com</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaaehtoisesta pyrkimyksestään antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warranttien lopullista eräänäytänpäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoimintalueille, jotka ovat tarjoineet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti</p>
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	<p>Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyytömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvien omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheuttaa myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p>
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		<ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoiminta-ikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoaa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöstä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiiritedon väärinkäytö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p>

<p>koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.</p>	<p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittäväistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäytijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tietyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelu pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvaluutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p>
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	<p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikaisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytäikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytäikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee</p>
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	<p>hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvonmuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlyytetään arvottomina, jos kohde-etuuden ehdossa määritelty arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatilitetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatilitetin perusteella. Sijoittajalle epäsuoran volatilitetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p>
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	<p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttäävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksonolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warrantien juoksuaikaa edes suunnilleen muuttumattomana.</p>
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E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydlle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirja jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säännöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttäävät lisäksi, että kaikki Warranttien osto, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppaan Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US</p>

		<p>Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 6,39.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päättösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitilanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailevien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa</p>

		kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Apple Computer

ISIN: DE000CF70351

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a share or a security representing shares, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	In case of dividends or other equivalent cash distributions on a share or one or more shares represented in an index, the Issuer will adjust the effective Strike and, as the case may be, the effective Knock-Out Barrier at its reasonable discretion. The adjustment will be effected at the day on which shares of the respective company, for which dividends or other equivalent cash distributions are made, are traded ex-dividend on its home exchange.
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific

	Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day and a

	day on which options and futures contracts related to the Underlying are traded on the relevant Adjustment Exchange as specified in Table 2 of the Annex to the Issue Specific Conditions, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depository.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depository.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published

on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time.

If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.

"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a Knock-Out

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be

adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

- (2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

- (3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 Exercise of the Option Rights

- (1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.
- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 Underlying

- (1) The "**Underlying**" shall be the share or security representing shares specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions of the Company specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Company**").
- (2) The "**Reference Price**" of the Underlying shall correspond to the price specified as the Reference Price of the Underlying in Table 1 of the Annex to the Issue Specific Conditions, as calculated and published on Trading Days on the Relevant Exchange specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Relevant Exchange**"). The "**Observation Price**" of the Underlying shall correspond to the prices for the Underlying calculated and published on an ongoing basis on the Relevant Exchange on Trading Days. "**Observation Hours**" shall be the Trading Hours. "**Trading Days**" shall be days on which the Underlying is normally traded on the Relevant Exchange. "**Trading Hours**" shall be hours during which the Underlying is normally traded on the Relevant Exchange on Trading Days.

No. 6 Adjustments

- (1) If an Adjustment Event pursuant to paragraph (2) of this No. 6 occurs, the Issuer shall determine whether the relevant Adjustment Event has a diluting, concentrative or other effect on the computed value of the Underlying and, if such is the case, shall if necessary make a corresponding Adjustment to the affected features of the Warrants, which in its reasonable discretion is appropriate in order to take account of the diluting, concentrative or other effect and to leave the Warrant Holders as far as possible in the same position in financial terms as they were in before the Adjustment Event took effect. The Adjustments may relate, *inter alia*, to the Strike, the Multiplier and other relevant features, as well as to the replacement of the Underlying by a basket of shares or other assets or, in the event of a merger, by an adjusted number of shares of the absorbing or newly formed company and, where relevant, the specification of a different exchange as the Relevant Exchange and/or a different currency as the Reference Currency. The Issuer may (but is not obliged to) base the determination of this appropriate Adjustment on the adjustment made in response to the relevant Adjustment Event by a futures exchange, on which options or futures contracts on the Underlying are traded at the time of the Adjustment Event, in respect of options or futures contracts on the relevant share traded on that futures exchange.
- (2) An "**Adjustment Event**" shall be:
 - (a) the subdivision (stock split), combination (reverse stock split) or reclassification of the respective shares or the distribution of dividends in the form of bonus shares or stock dividends or a comparable issue;

- (b) the increase in the capital of the Company by means of the issue of new shares in return for capital contributions, with the grant of a direct or indirect subscription right to its shareholders (capital increase for capital contributions);
 - (c) the increase of the capital of the Company from its own financial resources (capital increase from corporate funds);
 - (d) the grant by the Company to its shareholders of the right to subscribe for bonds or other securities with option or conversion rights (issue of securities with option or conversion rights);
 - (e) the distribution of an extraordinary dividend;
 - (f) the spin-off of a division of the Company in such a way that a new, independent company is formed or the division is absorbed by a third company, with the grant to the shareholders of the Company of shares in either the new company or the absorbing company for no consideration;
 - (g) the permanent delisting of the Underlying on the Relevant Exchange as a result of a merger by absorption or new company formation or for another reason;
 - (h) other comparable events that could have a diluting, concentrative or other effect on the calculated value of the Underlying.
- (3) The rules described in the preceding paragraphs shall apply analogously to securities representing shares as the Underlying (such as ADRs, ADSs or GDRs).
- (4) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the Option Right accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (5) In the event that the Underlying is permanently delisted on the Relevant Exchange but continues to be listed on another exchange or another market which the Issuer in its reasonable discretion considers to be suitable (the "**New Relevant Exchange**"), then, subject to extraordinary Termination of the Warrants by the Issuer pursuant to No. 2 of the General Conditions, the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Relevant Exchange. In addition, all references in these Terms and Conditions to the Relevant Exchange shall then be deemed, insofar as the context allows, to be references to the New Relevant Exchange.
- (6) In the event that a voluntary or compulsory liquidation, bankruptcy, insolvency, winding up, dissolution or comparable procedure affecting the Company is initiated, or in the event of a process as a result of which all of the shares in the Company or all or substantially all of the assets of the Company are nationalized or expropriated or required to be transferred in some other way to government bodies, authorities or institutions, or if following the occurrence of an event of another kind the Issuer reaches the conclusion that it is not possible to make an Adjustment that would reflect the changes that have occurred appropriately from a financial

point of view, then the Issuer will terminate the Warrants pursuant to No. 2 of the General Conditions.

- (7) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) of this No. 7 exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.

- (2) "**Market Disruption Event**" shall mean

- (i) the suspension or restriction of trading in the Underlying on the Relevant Exchange, or
- (ii) the suspension or restriction of trading (including the lending market) in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**");

if that suspension or restriction occurs or exists in the last half-hour before the calculation of the closing price of the Underlying that would normally take place and is material as determined by the Issuer in its reasonable discretion. A change in the Trading Days or Trading Hours on or during which the Underlying is traded does not constitute a Market Disruption Event, provided that the change takes place as the result of a previously announced change in the trading regulations by the Relevant Exchange.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70351 / LONGAPPL AY CG	Apple Computer	Mini Long	No	EUR 4.63	Euro (EUR)	USD 504.80 / USD 525.00	0.1	4.12 %	500,000	Closing price

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Company) / Share type	ISIN or Reuters Code of the Underlying	Relevant Stock Exchange / Relevant Adjustment Exchange for the Underlying ("Adjustment Exchange")	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Apple Computer Inc. / Common Shares	US0378331005	NASDAQ / OCC	Modified Exercise Date / Modified Valuation Date + 1	US Dollar (USD)

The following specific meanings shall apply in this context:

Deutsche Börse	:	Deutsche Börse AG, Frankfurt, Germany (XETRA®)
EUREX	:	EUREX, Frankfurt, Germany
STOXX Limited, Zurich	:	STOXX Limited, Zurich, Switzerland
Dow Jones & Company, Inc.	:	Dow Jones & Company, Inc., New York, U.S.A.
NASDAQ Stock Market, Inc.	:	NASDAQ Stock Market, Inc., Washington, D.C., U.S.A.
Nikkei Inc.	:	Nikkei Inc., Tokyo, Japan
Standard & Poor's Corp.	:	Standard & Poor's Corp., New York, N.Y., U.S.A.
AEX Options and Futures Exchange	:	AEX Options and Futures Exchange, Amsterdam, The Netherlands
Bolsa de Derivados Portugal	:	Bolsa de Derivados Portugal, Lisbon, Portugal
EUREX	:	EUREX, Zurich, Switzerland
Euronext Amsterdam/ Euronext Lisbon/ Euronext Paris	:	Euronext Amsterdam N.V., Amsterdam, The Netherlands/ Euronext Lisbon S.A., Lisbon, Portugal/ Euronext Paris S.A., Paris, France
Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.)	:	Helsinki Securities and Derivatives Exchange, Clearing House (HEX Ltd.), Helsinki, Finland
Helsinki Derivatives Exchange (HEX Ltd.)	:	Helsinki Derivatives Exchange (HEX Ltd.), Helsinki, Finland

HSIL	:	Hang Seng Indexes Company Limited (“HSIL”), Hong Kong, China
Madrid stock exchange	:	Bolsa de Madrid, Madrid, Spain
MEFF	:	Mercado de Futures Financieros Madrid, Madrid, Spain
NYSE	:	New York Stock Exchange, New York, NY, USA
OCC	:	Options Clearing Corporation, Chicago, Illinois, USA
OSE	:	Osaka Securities Exchange, Osaka, Japan
TSE	:	Tokyo Stock Exchange, Tokyo, Japan
SIX Swiss Exchange, Swiss Exchange	:	SIX Swiss Exchange, Switzerland

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz "WpPG"*).

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.apple.com

Disclaimers in relation to Share Prices used as Underlyings

Insofar as share prices are the underlying of Warrants issued by the issuer and described in this Final Terms document, the respective public limited company that has issued the relevant shares, to whose reference price the Warrants relate (the "Issuer of the Underlying"), does not express any recommendation for the Warrants issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main. The Issuer of the underlying neither directly nor indirectly assumes any liability for the Warrants issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main.

The Warrants are the sole obligation of Citigroup Global Markets Deutschland AG and do not involve liability on the part of the Issuer of the underlying. This is not an offer of shares. The Issuer of the underlying has not been and does not want to be involved, neither directly nor indirectly, in deciding the timing of the issue, or the preparation of this document, or the constitution of the option rights under these securities. Furthermore, the Warrant Holder will not have any right through the Warrant to any information, votes or dividends in the Issuer of the underlying.

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70351</p> <p>Local Code: LONGAPPL AY CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date, provided that such day is a Banking Day in London and a Trading Day and a day on which options and futures contracts related to the Underlying are traded on the relevant</p>

		adjustment exchange, or in case of a termination the day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Closing price
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: share or security representing shares</p> <p>WKN: 865985</p> <p>ISIN: US0378331005</p> <p>Company: Apple Computer Inc.</p> <p>Relevant stock exchange: NASDAQ</p> <p>Reuters page: AAPL.O</p> <p>Website: www.apple.com</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to</p>
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	<p>comply with this contractual obligation as a result of its own liquidity difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p>
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	<p>Tax risks</p> <p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p>

	<p>specific to the securities. This must include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>Warrants represent particularly risky investment instruments. They entail a particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an</p>
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	<p>unfavourable direction for the investor.</p> <p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term</p>
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	<p>is influenced by other factors affecting value in addition to the price of the underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p>
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	<p>Risk relating to adjustments of the strike and of the knock-out barrier</p> <p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p>
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p> <p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving</p>

		<p>the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 4.63.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.</p>
E.7	Estimated expenses charged to the investor by the issuer	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase

	or the offeror.	price to be paid by the investor may include selling fees that have to be disclosed by the distributor.
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ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset		
A.1		Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien päätöksistä ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajien tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspäätökset perustuvat koko Esitteeseen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteensä, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettavissa sitä yhdessä Esitten muiden osien kanssa tai ellei Tiivistelmä luettavissa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaisevaadittuja vaantitietoja.
A.2	Esitteen käyttämistä koskeva suostumus.	Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja		
B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>),</p>

		<p>"AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksesta, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakoitaa kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoii Euroalueelle lievään taantumaa (Pankin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestäävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakoitaaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>
B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettyvä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äänetön yhtiömies, jonka äänetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äänetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p>

		Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).																								
B.9	Jos laaditaan tulosennuste tai -arvio, on ilmoitettava luvut.	Ei sovellu; Liikkeeseenlaskija on päättänyt olla antamatta tulosennusteita tai -arvioita tässä Perusesitteessä.																								
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.																								
B.12	<p>Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettyvä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta.</p> <p>Lisäksi on esitettyvä vastaavaa jaksoa edeltävällä tilikaudella koskevat vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä</p>	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olenaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> <tr> <td>Oma pääoma</td> <td>590</td> <td>588</td> </tr> <tr> <td>Luottosalaku</td> <td>5.365</td> <td>5.196</td> </tr> <tr> <td>Työntekijämäärä</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 -30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (1.12.2010- 30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td> <td>11</td> <td>29</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010- 30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29
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	<p>muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiota.</p>	<table border="1"> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </table>	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137	
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		30.11.2012 miljoonaa euroa (tilintarkastettu)	edellinen tilikausi (30.11.2011) miljoonaa euroa (tilintarkastettu)												
Merkitty pääoma															
Osakepääoma	210,6	210,6													
Äänettömän yhtiömiehen pääomapanos	122,7	122,7													
Pääomarahastot	195,8	193,8													
Lakisääteiset rahastot	33,0	33,0													
Muut rahastot	27,9	27,9													
Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).															
Kansainvälisen Järjestelyparkin BIS:n säätelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuronommat velat) soveltuwan hyväksymismenettelyn tuloksena seuraavasti:															
		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa												
Taseen mukainen oma pääoma	590,0	588,0													
Vähennettävät aineettomat hyödykkeet	0	-1,2													
Rajoituksettomat omat varat	599,3	594,3													
Rajoituksenalaiset omat varat	0,0	0,0													
Omat varat	599,3	594,3													

Vakavaraisuussuhdeluvut		
Ensisijaiset omat varat %	33,6	29,3
Kaikki omat varat %	33,6	29,3

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättyneellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehittymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyksenä	263	334

	1.12.2012 -	1.12.2011 -
	31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa
Toiminnan korkotuotot	3	7
Palkkiot välijärjestelmiin	20	33
Palkkiot arvopaperiliiketoiminnasta	8	9
Nettotuotot kaupankäyntitoiminnasta	29	16
Yleiset hallintokulut	72	70

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

		<p>Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.</p> <p>Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäytitarkoitukseissa tehdyyissä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväyksien (31.5.2013) jälkeen.</p>
B.13	Kuvaus liikkeeseenlaskijaan liittyvistä viimeaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä.	<p>Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechst veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysjää osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyettä arvioimaan.</p> <p>Veroviranomaisten velkasyytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoiminta suorittavaksi pankiksi (<i>die den Verkaufsauftrag ausführende Stelle</i>) vastaavina vuosina. Lisäksi velkasyytteen määärän selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena.</p> <p>Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyeritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päättänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatiorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz, "AktG"</i>) § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä

		investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäisjоittajia. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	<p>Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).</p>	<p>Warranttien typpi/muoto</p> <p>Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntaan – ei ainoastaan sijoittajan edaksi, kun arvon määräävät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warranttiin liittyvän suorituksen määrä toteutuksen tai ennenaikaisen eräännyttämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.</p> <p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF70351</p> <p><i>Muu tunniste:</i> LONGAPPL AY CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaasta luovutettavuutta	Kukin Warrantti on siirrettävissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.

	koskevista rajoituksista.	
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakellemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot kyseisistä markkinoista.	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säännelymarkkina.
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Long Warrantesta</p> <p>Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-</p>

		<p>etuuden arvostuspäivänä määritellystä viitehinnasta selvitysvaluutaksi muunnettua toteutushintaa ja kertomalla erotus soveltuvalta kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojausta hinnasta toteutushinta ja kertomalla erotus soveltuvalta kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvaluutaksi. Liikkeeseenlaskija päättää suojauskella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteenä kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkupäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) liittyvillä optio- ja futuuriopimuksilla käydään kauppa asianomaisessa pörssissä, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	<p>Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätti.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai	Viitehinta arvostuspäivänä: Closing price

	lopullinen arvostushinta.	
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Tyyppi: osake tai osakkeita edustava arvopaperi</p> <p>WKN (Saksalainen yritystunniste): 865985</p> <p>ISIN: US0378331005</p> <p>Yhtiö: Apple Computer Inc.</p> <p>Asianomainen arvopaperipörssi: NASDAQ</p> <p>Reuters-sivu: AAPL.O</p> <p>Internet-sivu: www.apple.com</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaaehtoisesta pyrkimyksestään antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warranttien lopullista eräänäytämispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoimintalueille, jotka ovat tarjoineet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti</p>
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	<p>Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päättäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyytömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvien omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisista. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p>
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		<ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoiminta-ikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoaa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja säätelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöstä. Säätelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiiritedon väärinkäytö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p>

<p>koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.</p>	<p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittäväistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäytijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tietyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelu pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvaluutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p>
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	<p><u>Tuotekohtaiset riskitekijät</u></p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikaisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytäikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytäikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee</p>
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	<p>hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvonmuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet eräänlyytetään arvottomina, jos kohde-etuuden ehdossa määritelty arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdossa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatilitetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatilitetin perusteella. Sijoittajalle epäsuoran volatilitetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p>
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	<p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttäävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksonolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warrantien juoksuaikaa edes suunnilleen muuttumattomana.</p>
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käytöö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauminen.	Ei sovelli; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydlle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirja jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säännöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttäävät lisäksi, että kaikki Warranttien osto, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppaan Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US</p>

		<p>Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 4,63.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkkin sellaisten määritysten ja päättösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuudet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitilanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailevien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyvät yhtiöt voivat julkistaa</p>

		kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Gold

ISIN: DE000CF70369

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a commodity, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	not applicable
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on

	which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.

"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time. If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a **Knock-Out**

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

(2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

(3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 **Exercise of the Option Rights**

(1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General

Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 **Underlying**

- (1) The "**Underlying**" shall be the commodity specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the Reference Price of the Underlying specified in Table 1 of the Annex to the Issue Specific Conditions, as determined on the Reference Market specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Reference Market**") and displayed on the Screen Page of the specified financial information service for the Reference Price specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page**") or a substitute page. If the Screen Page is not available on the date specified or if the Reference Price is not displayed, the Reference Price

shall be the reference price displayed on the corresponding page of another financial information service. If the Reference Price is no longer displayed in one of the ways described above, the Issuer shall have the right to specify as the Reference Price a reference price calculated in its reasonable discretion on the basis of the market practices applying at that time and taking into account the prevailing market conditions. The "**Observation Price**" of the Underlying shall correspond to the bid prices in case of Call, Bull and Long Warrants or ask prices in case of Put, Bear and Short Warrants for the Underlying, continuously displayed on the screen page specified for the Observation Price in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page for the Observation Price**") or a substitute page, determined by the Issuer in its reasonable discretion. If the Screen Page for the Observation Price is not available on the date specified or if the bid or ask price is not displayed, the Observation Price shall be the bid or ask price displayed on the corresponding page of another financial information service. "**Observation Hours**" shall be the period during which bid and ask prices for the Underlying are normally published continuously on the Screen Page for the Observation Price. "**Trading Days**" shall be days on which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market. "**Trading Hours**" shall be hours during which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market.

No. 6 **Adjustments**

- (1) If the Underlying has been modified due to conditions imposed by the Reference Market or a third party or due to circumstances set out in the following paragraph, the Issuer shall have the right to adjust the features of the Warrants.
- (2) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the features of the Warrants accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (3) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published on the Reference Market, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Reference Market**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Reference Market. In addition, all references in these Terms and Conditions to the Reference Market shall then be deemed, insofar as the context allows, to be references to the New Reference Market.
- (4) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading in or price-setting for the Underlying on the Reference Market, or
 - (ii) the suspension or restriction of trading in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**").

A restriction of the trading period or Trading Days on the Reference Market shall not constitute a Market Disruption Event if it is based on a previously announced change.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70369 / LONGKULTA BJ CG	Gold	Mini Long	No	EUR 8.33	Euro (EUR)	USD 1,177.88 / USD 1,225.00	0.1	4.12 %	500,000	Official Fixing 15:00 London local time

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Unit of weight or other unit of measurement)	ISIN or Reuters Code of the Underlying	Reference Market (Screen Page) / Screen Page for the Observation Price	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Gold (1 Troy Ounce, minimum fineness of 995)	XC0009655157	LBMA (XAUFIX=) / XAU=	Modified Exercise Date / Modified Valuation Date	US Dollar (USD)

The following specific meanings shall apply in this context:

London PM Fixing

: The official Gold fixing from LBMA at 15:00 (London local time)

London Mid Fixing

: The official Silver fixing from LBMA at 12:00 (London local time)

LBMA

: London Bullion Market Association, London (www.lbma.org.uk)

LPPM

: London Platinum & Palladium Market (www.lppm.com)

XAUFIX=, XAU=, XAGFIX=, XAG=, XPT=, XPD=

: The relevant screen of the Reuters Monitor Service

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with commodities as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.lbma.org.uk

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70369</p> <p>Local Code: LONGKULTA BJ CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date provided that such day is a Banking Day in London and a Trading Day and a day on which the Reference Price of the Underlying is published, or in case of a termination the</p>

		day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	<p>In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").</p>
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Official Fixing 15:00 London local time
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: commodity WKN: 965515 ISIN: XC0009655157 Underlying: Gold Reference market: LBMA (XAUFIX=) Reuters page: XAUFIX= Website: www.lbma.org.uk</p>

Section D – Risks

D.2	<p>Key information on the key risks that are specific to the issuer.</p>	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to comply with this contractual obligation as a result of its own liquidity</p>
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	<p>difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p> <p>Tax risks</p>
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	<p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are specific to the securities. This must</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p> <p>Warrants represent particularly risky investment instruments. They entail a</p>

	<p>include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an unfavourable direction for the investor.</p>
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	<p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term is influenced by other factors affecting value in addition to the price of the</p>
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	<p>underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer.</p> <p>In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p> <p>Risk relating to adjustments of the strike and of the knock-out barrier</p>
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		<p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with commodities as the underlying</p> <p>The price risks attaching to commodities are frequently complex. The factors affecting the prices of commodities are numerous and complicated. As an illustration, some of the typical factors reflected in commodity prices are listed below.</p> <ul style="list-style-type: none"> • Supply and demand • Direct investment costs, warehousing costs • Liquidity • Weather and natural disasters • Political risks • Taxation
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p>

		<p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 8.33.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact</p>

		the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset	
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien pääpiirteet ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajan tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säännösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja	

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakkoidaan kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoi Euroalueelle lievään taantumaa (Pakin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakkoidaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>

B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äänetön yhtiömies, jonka äänetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äänetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p> <p>Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).</p>									
B.9	Jos laaditaan tulosenntuste tai -arvio, on ilmoitettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosenntusteita tai -arvioita tässä Perusesitteessä.									
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.									
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettävä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitettävä vastaavaa jaksoa edeltävällä tilikaudella koskevat	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163
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Taseen loppusumma yht.	9.543	8.690									
Liikevaihto	11.162	10.163									

	<p>vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiossa.</p>	<table border="1"> <tr> <td>Oma pääoma</td><td>590</td><td>588</td></tr> <tr> <td>Luottosalaku</td><td>5.365</td><td>5.196</td></tr> <tr> <td>Työntekijämäärä</td><td>348</td><td>361</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th>01.12.2011 - 30.11.2012 miljoonaa euroa</th><th>edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa</th></tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td><td>11</td><td>29</td></tr> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </tbody> </table>	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137
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<p>Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).</p> <p>Kansainvälisen Järjestelyparkin BIS:n sääntelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:</p>																													

		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	
Taseen mukainen oma pääoma	590,0	588,0		
Vähennettävät aineettomat hyödykkeet	0	-1,2		
Rajoituksettomat omat varat	599,3	594,3		
Rajoituksenalaiset omat varat	0,0	0,0		
Omat varat	599,3	594,3		
Vakavaraisuussuhdeluvut				
Ensisijaiset omat varat %	33,6	29,3		
Kaikki omat varat %	33,6	29,3		

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättyneellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyskenä	263	334

	1.12.2012 -	1.12.2011 -
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		31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa	
Toiminnan korkotuotot	3	7		
Palkkiot välitysliiketoiminnasta	20	33		
Palkkiot arvopaperiliiketoiminnasta	8	9		
Nettotuotot kaupankäyntitoiminnasta	29	16		
Yleiset hallintokulut	72	70		

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.

Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäyntitarkoituksessa tehdyyssä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväysken (31.5.2013) jälkeen.

| B.13 | Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä. | Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstn veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyötä arvioimaan. Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (*die den Verkaufsauftrag ausführende Stelle*) vastaavina vuosina. Lisäksi velkasytteen määrä selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena. Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyeritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja | | |

		<p>oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päätänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäissijoittaja. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	<p>Warranttien typpi/muoto</p> <p>Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntiin – ei ainoastaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikaisen eräännystämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.</p>
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		<p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvoosuuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF70369</p> <p><i>Muu tunniste:</i> LONGKULTA BJ CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säänneltymarkkina.

	kyseisistä markkinoista.	
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Long Warranteista</p> <p>Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta selvitysvaluutaksi muunnettua toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvaluutaksi. Liikkeeseenlaskija päättää suojaussella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä, edellyttäen edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) viitehinta julkaistaan, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen

		<p>pankkipäivän toimistoaika päättyi.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	<p>Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").</p>
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Official Fixing 15:00 London local time
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Tyyppi: hyödyke</p> <p>WKN (Saksalainen yritystunniste): 965515</p> <p>ISIN: XC0009655157</p> <p>Kohde-etuus: Kulta</p> <p>Asianomainen viitemarkkina: LBMA (XAUFIX=)</p> <p>Reuters-sivu: XAUFIX=</p> <p>Internet-sivu: www.lbma.org.uk</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkaamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaaehtoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista eräänäytävästi tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmisiongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat</p>
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	<p>sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntiyötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoona kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päätettäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvien omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on</p>
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	<p>Citigroupin ulkopuolisia. Jos yrityöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinrakaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoiminta-alueita.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrästä pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoaa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja sääntelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvasta lainsäädännöstä.</p>
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		<p>Sääntelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoisiin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiirityden väärinkäyttö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tietyn hintaan Warrantin olemassaoloaikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelu pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään</p>

	<p>ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvaluutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p>Tuotekohtaiset riskitekijät</p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tilasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikaisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytäikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytäikojen ulkopuolella. Tämä riski on erityisen olenmainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-</p>
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	<p>ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritely arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos kohde-etuuden ehdoissa määritely arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdoissa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa</p>
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	<p>suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuurituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p><u>Kohde-etuuteen liittyvät erityiset riskitekijät</u></p> <p>Riskit, jotka liittyvät hyödykkeisiin kohde-etuksina</p> <p>Hyödykkeisiin liittyvät hintariskit ovat usein monimutkaisia. Hyödykkeiden hintaan vaikuttavat tekijät ovat lukuisia ja monisyytisiä. Joitain hyödykkeiden hintoihin heijastuvia tekijöitä on lueteltu alla esimerkinomaisesti.</p> <ul style="list-style-type: none"> • Kysyntä ja tarjonta • Välittömät sijoituskustannukset, varastointikustannukset • Likviditeetti • Sää ja luonnonkatastrofit • Poliittiset riskit • Verotus
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E.2b	Syyt tarjoamiseen ja varojen käyttö, jos muu kuin voiton tavoittelu ja/tai tietyiltä riskeiltä suojauminen.	Ei sovella; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tästä asiakirjaan jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 8,33.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.

		<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat tehdä transaktioita kohde-etuuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuuedet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoitaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitilanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailevien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Gold

ISIN: DE000CF70377

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a commodity, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	not applicable
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on

	which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.

"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time. If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a **Knock-Out**

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

(2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

(3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 **Exercise of the Option Rights**

(1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General

Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 **Underlying**

- (1) The "**Underlying**" shall be the commodity specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the Reference Price of the Underlying specified in Table 1 of the Annex to the Issue Specific Conditions, as determined on the Reference Market specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Reference Market**") and displayed on the Screen Page of the specified financial information service for the Reference Price specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page**") or a substitute page. If the Screen Page is not available on the date specified or if the Reference Price is not displayed, the Reference Price

shall be the reference price displayed on the corresponding page of another financial information service. If the Reference Price is no longer displayed in one of the ways described above, the Issuer shall have the right to specify as the Reference Price a reference price calculated in its reasonable discretion on the basis of the market practices applying at that time and taking into account the prevailing market conditions. The "**Observation Price**" of the Underlying shall correspond to the bid prices in case of Call, Bull and Long Warrants or ask prices in case of Put, Bear and Short Warrants for the Underlying, continuously displayed on the screen page specified for the Observation Price in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page for the Observation Price**") or a substitute page, determined by the Issuer in its reasonable discretion. If the Screen Page for the Observation Price is not available on the date specified or if the bid or ask price is not displayed, the Observation Price shall be the bid or ask price displayed on the corresponding page of another financial information service. "**Observation Hours**" shall be the period during which bid and ask prices for the Underlying are normally published continuously on the Screen Page for the Observation Price. "**Trading Days**" shall be days on which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market. "**Trading Hours**" shall be hours during which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market.

No. 6 **Adjustments**

- (1) If the Underlying has been modified due to conditions imposed by the Reference Market or a third party or due to circumstances set out in the following paragraph, the Issuer shall have the right to adjust the features of the Warrants.
- (2) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the features of the Warrants accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (3) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published on the Reference Market, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Reference Market**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Reference Market. In addition, all references in these Terms and Conditions to the Reference Market shall then be deemed, insofar as the context allows, to be references to the New Reference Market.
- (4) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading in or price-setting for the Underlying on the Reference Market, or
 - (ii) the suspension or restriction of trading in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**").

A restriction of the trading period or Trading Days on the Reference Market shall not constitute a Market Disruption Event if it is based on a previously announced change.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70377 / SHRTKULTA BB CG	Gold	Mini Short	No	EUR 6.33	Euro (EUR)	USD 1,377.55 / USD 1,350.00	0.1	-3.88 %	500,000	Official Fixing 15:00 London local time

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Unit of weight or other unit of measurement)	ISIN or Reuters Code of the Underlying	Reference Market (Screen Page) / Screen Page for the Observation Price	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Gold (1 Troy Ounce, minimum fineness of 995)	XC0009655157	LBMA (XAUFIX=) / XAU=	Modified Exercise Date / Modified Valuation Date	US Dollar (USD)

The following specific meanings shall apply in this context:

London PM Fixing

: The official Gold fixing from LBMA at 15:00 (London local time)

London Mid Fixing

: The official Silver fixing from LBMA at 12:00 (London local time)

LBMA

: London Bullion Market Association, London (www.lbma.org.uk)

LPPM

: London Platinum & Palladium Market (www.lppm.com)

XAUFIX=, XAU=, XAGFIX=, XAG=, XPT=, XPD=

: The relevant screen of the Reuters Monitor Service

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with commodities as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.lbma.org.uk

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70377</p> <p>Local Code: SHRTKULTA BB CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Short Warrants</p> <p>Mini Future Short Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the negative performance of the underlying.</p> <p>In return, however, they also participate on a leveraged basis in any positive performance of the underlying and in addition bear the risk that the Mini Future Short Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is lower than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is lower than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the highest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Short Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date provided that such day is a Banking Day in London and a Trading Day and a day on which the Reference Price of the Underlying is published, or in case of a termination the</p>

		day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	<p>In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").</p>
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Official Fixing 15:00 London local time
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: commodity WKN: 965515 ISIN: XC0009655157 Underlying: Gold Reference market: LBMA (XAUFIX=) Reuters page: XAUFIX= Website: www.lbma.org.uk</p>

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer.	Risk of the cessation or limitation of price-setting by the Issuer <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to comply with this contractual obligation as a result of its own liquidity</p>

	<p>difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p> <p>Tax risks</p>
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	<p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are specific to the securities. This must</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p> <p>Warrants represent particularly risky investment instruments. They entail a</p>

	<p>include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an unfavourable direction for the investor.</p>
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	<p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bear Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or higher than (bear) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term is influenced by other factors affecting value in addition to the price of the</p>
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	<p>underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bear Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or exceeds (Bear) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bear Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably higher than (bear) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer.</p> <p>In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p> <p>Risk relating to adjustments of the strike and of the knock-out barrier</p>
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		<p>In the case of Open End Turbo Bear Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with commodities as the underlying</p> <p>The price risks attaching to commodities are frequently complex. The factors affecting the prices of commodities are numerous and complicated. As an illustration, some of the typical factors reflected in commodity prices are listed below.</p> <ul style="list-style-type: none"> • Supply and demand • Direct investment costs, warehousing costs • Liquidity • Weather and natural disasters • Political risks • Taxation
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p>

		<p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 6.33.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact</p>

		the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset	
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien pääpiirteet ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajan tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säädösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja	

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakkoidaan kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoi Euroalueelle lievään taantumaa (Pakin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakkoidaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>

B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äänetön yhtiömies, jonka äänetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äänetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p> <p>Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).</p>									
B.9	Jos laaditaan tulosenennuste tai -arvio, on ilmoitettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosenennusteita tai -arvioita tässä Perusesitteessä.									
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.									
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettävä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitettävä vastaavaa jaksoa edeltävällä tilikaudella koskevat	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163
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	<p>vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiossa.</p>	<table border="1"> <tr> <td>Oma pääoma</td><td>590</td><td>588</td></tr> <tr> <td>Luottosalaku</td><td>5.365</td><td>5.196</td></tr> <tr> <td>Työntekijämäärä</td><td>348</td><td>361</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th>01.12.2011 - 30.11.2012 miljoonaa euroa</th><th>edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa</th></tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td><td>11</td><td>29</td></tr> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </tbody> </table>	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137
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<p>Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).</p> <p>Kansainvälisen Järjestelyparkin BIS:n sääntelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:</p>																													

		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	
Taseen mukainen oma pääoma	590,0	588,0		
Vähennettävät aineettomat hyödykkeet	0	-1,2		
Rajoituksettomat omat varat	599,3	594,3		
Rajoituksenalaiset omat varat	0,0	0,0		
Omat varat	599,3	594,3		
Vakavaraisuussuhdeluvut				
Ensisijaiset omat varat %	33,6	29,3		
Kaikki omat varat %	33,6	29,3		

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitolinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyskenä	263	334

	1.12.2012 -	1.12.2011 -
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		31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa	
Toiminnan korkotuotot	3	7		
Palkkiot välitysliiketoiminnasta	20	33		
Palkkiot arvopaperiliiketoiminnasta	8	9		
Nettotuotot kaupankäyntitoiminnasta	29	16		
Yleiset hallintokulut	72	70		

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.

Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäyntitarkoituksessa tehdyyssä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväysken (31.5.2013) jälkeen.

| B.13 | Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä. | Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstn veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyötä arvioimaan. Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (*die den Verkaufsauftrag ausführende Stelle*) vastaavina vuosina. Lisäksi velkasytteen määrä selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena. Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyeritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja | | |

		<p>oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päätänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäissijoittaja. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	<p>Warranttien typpi/muoto</p> <p>Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntiin – ei ainoastaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikaisen eräännystämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.</p>
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		<p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvoosuuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF70377</p> <p><i>Muu tunniste:</i> SHRTKULTA BB CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyn tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säänneltymarkkina.

	kyseisistä markkinoista.	
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Short Warranteista</p> <p>Mini Future Short Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötä kohde-etuuden negatiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden positiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Short Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai nousee sen yläpuolelle milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä selvitysvalutaksi muunnettua toteutushinnasta kohde-etuuden arvostuspäivänä määritelty viitehinta ja kertomalla erotus soveltuvalle kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai ylittää knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä toteutushinnasta stop-loss-ehdolla suojattu hinta ja kertomalla erotus soveltuvalle kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvalutaksi. Liikkeeseenlaskija päättää suojauskella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten enintään ylin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Short Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä, edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) viitehinta julkaistaan, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenettelystä.	Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin

		<p>haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätyi.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	<p>Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutasiamiehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempä ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").</p>
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	<p>Viitehintä arvostuspäivänä: Official Fixing 15:00 London local time</p>
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Tyyppi: hyödyke WKN (Saksalainen yritystunniste): 965515 ISIN: XC0009655157 Kohde-etuus: Kulta Asianomainen viitemarkkina: LBMA (XAUFIX=) Reuters-sivu: XAUFIX= Internet-sivu: www.lbma.org.uk</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahointisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p>
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	<p>Konsernin (Group) muiden yhtiöiden lukuun väitetty liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteisyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päätettäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuviiin omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin</p>
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	<p>liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisia. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoritua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liketapahtuma prosessoidaan väärin tai että liketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävää määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja sääntelyriskit
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		<p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöstä. Sääntelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiirityden väärinkäyttö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisäksi transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittäväistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteelloman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelut pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien ostotoimien myyntitarjousten mukaisesti ja että sijoittajien ostotoimien toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua,</p>

	<p>mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäynti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p>Tuotekohtaiset riskitekijät</p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikeisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäyntiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäyntiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäyntiajat poikkeavat kohde-etuuden tavanomaisista kaupankäyntiajista.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-</p>
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	<p>out-tilanteessa</p> <p>Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyytävät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai korkeampi kuin (bear) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvonmuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätkösen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikeiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikeisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyytävät arvottomina, jos kohde-etuuden ehdoissa määritelty arvo sama tai korkeampi kuin (bear) Open End Turbo Warrantin knock-out-taso ehdoissa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bear Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska</p>
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	<p>suojaushinta voi olla huomattavasti korkeampi (bear) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikeisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p><u>Kohde-etuuteen liittyvät erityiset riskitekijät</u></p> <p>Riskit, jotka liittyvät hyödykkeisiin kohde-etuksina</p> <p>Hyödykkeisiin liittyvät hintariskit ovat usein monimutkaisia. Hyödykkeiden hintaan vaikuttavat tekijät ovat lukuisia ja monisyisiä. Joitain hyödykkeiden hintoihin heijastuvia tekijöitä on lueteltu alla esimerkinomaisesti.</p> <ul style="list-style-type: none"> • Kysyntä ja tarjonta • Välittömät sijoituskustannukset, varastointikustannukset • Likviditeetti • Sää ja luonnonkatastrofit • Poliittiset riskit • Verotus
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Jakso E – Tarjous		
E.2b	Syyt tarjoamiseen ja varojen käyttö, jos muu kuin voiton tavoittelu ja/tai tietyiltä riskeiltä suojauminen.	Ei sovella; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydlle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaan jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttäävät lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppaan Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 6,33.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjouksen liittyvistä olennaisista intresseistä, mukaan lukien	Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla

	eturistiriidat.	<p>negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuuedet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurauskirjista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojaakseen itseään tai turvatakseen näihin liikesuhteisiin liittyyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyyvää ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakeljalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Silver

ISIN: DE000CF70385

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a commodity, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	not applicable
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on

	which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.

"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time. If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a **Knock-Out**

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

(2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

(3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 **Exercise of the Option Rights**

(1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General

Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 **Underlying**

- (1) The "**Underlying**" shall be the commodity specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the Reference Price of the Underlying specified in Table 1 of the Annex to the Issue Specific Conditions, as determined on the Reference Market specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Reference Market**") and displayed on the Screen Page of the specified financial information service for the Reference Price specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page**") or a substitute page. If the Screen Page is not available on the date specified or if the Reference Price is not displayed, the Reference Price

shall be the reference price displayed on the corresponding page of another financial information service. If the Reference Price is no longer displayed in one of the ways described above, the Issuer shall have the right to specify as the Reference Price a reference price calculated in its reasonable discretion on the basis of the market practices applying at that time and taking into account the prevailing market conditions. The "**Observation Price**" of the Underlying shall correspond to the bid prices in case of Call, Bull and Long Warrants or ask prices in case of Put, Bear and Short Warrants for the Underlying, continuously displayed on the screen page specified for the Observation Price in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page for the Observation Price**") or a substitute page, determined by the Issuer in its reasonable discretion. If the Screen Page for the Observation Price is not available on the date specified or if the bid or ask price is not displayed, the Observation Price shall be the bid or ask price displayed on the corresponding page of another financial information service. "**Observation Hours**" shall be the period during which bid and ask prices for the Underlying are normally published continuously on the Screen Page for the Observation Price. "**Trading Days**" shall be days on which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market. "**Trading Hours**" shall be hours during which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market.

No. 6 **Adjustments**

- (1) If the Underlying has been modified due to conditions imposed by the Reference Market or a third party or due to circumstances set out in the following paragraph, the Issuer shall have the right to adjust the features of the Warrants.
- (2) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the features of the Warrants accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (3) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published on the Reference Market, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Reference Market**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Reference Market. In addition, all references in these Terms and Conditions to the Reference Market shall then be deemed, insofar as the context allows, to be references to the New Reference Market.
- (4) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading in or price-setting for the Underlying on the Reference Market, or
 - (ii) the suspension or restriction of trading in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**").

A restriction of the trading period or Trading Days on the Reference Market shall not constitute a Market Disruption Event if it is based on a previously announced change.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70385 / SHRTHOPEA A6 CG	Silver	Mini Short	No	EUR 4.96	Euro (EUR)	USD 26.32 / USD 25.00	1	-3.88 %	500,000	Official Fixing 12:00 London local time

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Unit of weight or other unit of measurement)	ISIN or Reuters Code of the Underlying	Reference Market (Screen Page) / Screen Page for the Observation Price	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Silver (1 Troy Ounce, minimum fineness of 999)	XC0009653103	LBMA (XAGFIX=) / XAG=	Modified Exercise Date / Modified Valuation Date	US Dollar (USD)

The following specific meanings shall apply in this context:

London PM Fixing

: The official Gold fixing from LBMA at 15:00 (London local time)

London Mid Fixing

: The official Silver fixing from LBMA at 12:00 (London local time)

LBMA

: London Bullion Market Association, London (www.lbma.org.uk)

LPPM

: London Platinum & Palladium Market (www.lppm.com)

XAUFIX=, XAU=, XAGFIX=, XAG=, XPT=, XPD=

: The relevant screen of the Reuters Monitor Service

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with commodities as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.lbma.org.uk

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70385</p> <p>Local Code: SHRTHOPEA A6 CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Short Warrants</p> <p>Mini Future Short Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the negative performance of the underlying.</p> <p>In return, however, they also participate on a leveraged basis in any positive performance of the underlying and in addition bear the risk that the Mini Future Short Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is lower than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or exceeds the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is lower than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the highest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Short Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date provided that such day is a Banking Day in London and a Trading Day and a day on which the Reference Price of the Underlying is published, or in case of a termination the</p>

		day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	<p>In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").</p>
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Official Fixing 12:00 London local time
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: commodity WKN: 965310 ISIN: XC0009653103 Underlying: Silver Reference market: LBMA (XAGFIX=) Reuters page: XAGFIX= Website: www.lbma.org.uk</p>

Section D – Risks

D.2	<p>Key information on the key risks that are specific to the issuer.</p>	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to comply with this contractual obligation as a result of its own liquidity</p>
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	<p>difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p> <p>Tax risks</p>
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	<p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are specific to the securities. This must</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p> <p>Warrants represent particularly risky investment instruments. They entail a</p>

	<p>include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an unfavourable direction for the investor.</p>
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	<p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bear Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or higher than (bear) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term is influenced by other factors affecting value in addition to the price of the</p>
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	<p>underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bear Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or exceeds (Bear) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bear Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably higher than (bear) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer.</p> <p>In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p> <p>Risk relating to adjustments of the strike and of the knock-out barrier</p>
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		<p>In the case of Open End Turbo Bear Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with commodities as the underlying</p> <p>The price risks attaching to commodities are frequently complex. The factors affecting the prices of commodities are numerous and complicated. As an illustration, some of the typical factors reflected in commodity prices are listed below.</p> <ul style="list-style-type: none"> • Supply and demand • Direct investment costs, warehousing costs • Liquidity • Weather and natural disasters • Political risks • Taxation
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p>

		<p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 4.96.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact</p>

		the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset	
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien pääpiirteet ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajan tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säännösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja	

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakkoidaan kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoi Euroalueelle lievään taantumaa (Pakin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakkoidaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>

B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiitti-yhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äänetön yhtiömies, jonka äänetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äänetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p> <p>Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).</p>									
B.9	Jos laaditaan tulosenennuste tai -arvio, on ilmoitettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosenennusteita tai -arvioita tässä Perusesitteessä.									
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.									
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettävä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitettävä vastaavaa jaksoa edeltävällä tilikaudella koskevat	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163
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Liikevaihto	11.162	10.163									

	<p>vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiossa.</p>	<table border="1"> <tr> <td>Oma pääoma</td><td>590</td><td>588</td></tr> <tr> <td>Luottosalaku</td><td>5.365</td><td>5.196</td></tr> <tr> <td>Työntekijämäärä</td><td>348</td><td>361</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th>01.12.2011 - 30.11.2012 miljoonaa euroa</th><th>edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa</th></tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td><td>11</td><td>29</td></tr> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </tbody> </table>	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137
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<p>Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).</p> <p>Kansainvälisen Järjestelyparkin BIS:n sääntelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:</p>																													

		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	
Taseen mukainen oma pääoma	590,0	588,0		
Vähennettävät aineettomat hyödykkeet	0	-1,2		
Rajoituksettomat omat varat	599,3	594,3		
Rajoituksenalaiset omat varat	0,0	0,0		
Omat varat	599,3	594,3		
Vakavaraisuussuhdeluvut				
Ensisijaiset omat varat %	33,6	29,3		
Kaikki omat varat %	33,6	29,3		

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättyneellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyskenä	263	334

	1.12.2012 -	1.12.2011 -
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		31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa	
Toiminnan korkotuotot	3	7		
Palkkiot välitysliiketoiminnasta	20	33		
Palkkiot arvopaperiliiketoiminnasta	8	9		
Nettotuotot kaupankäyntitoiminnasta	29	16		
Yleiset hallintokulut	72	70		

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.

Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäyntitarkoituksessa tehdyyssä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväysken (31.5.2013) jälkeen.

| B.13 | Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä. | Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstn veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakkopidätysiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakkopidätysiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakkopidätysistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyötä arvioimaan. Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (*die den Verkaufsauftrag ausführende Stelle*) vastaavina vuosina. Lisäksi velkasytteen määrä selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena. Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyyss tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja | | |

		<p>oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päätänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäissijoittaja. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	<p>Warranttien typpi/muoto</p> <p>Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntiin – ei ainoastaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikaisen eräännystämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.</p>
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		<p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvoosuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF70385</p> <p><i>Muu tunniste:</i> SHRTHOPEA A6 CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettäväissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säänneltymarkkina.

	kyseisistä markkinoista.	
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Short Warranteista</p> <p>Mini Future Short Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötä kohde-etuuden negatiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden positiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Short Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai nousee sen yläpuolelle milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä selvitysvalutaksi muunnettua toteutushinnasta kohde-etuuden arvostuspäivänä määritelty viitehinta ja kertomalla erotus soveltuvalle kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai ylittää knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä toteutushinnasta stop-loss-ehdolla suojattu hinta ja kertomalla erotus soveltuvalle kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvalutaksi. Liikkeeseenlaskija päättää suojauskella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten enintään ylin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Short Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä, edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) viitehinta julkaistaan, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenettelystä.	Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin

		<p>haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen pankkipäivän toimistoaika päätyi.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutasiamiehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehintä arvostuspäivänä: Official Fixing 12:00 London local time
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Typpi: hyödyke</p> <p>WKN (Saksalainen yritystunniste): <i>965310</i></p> <p>ISIN: <i>XC0009653103</i></p> <p>Kohde-etuus: Hopea</p> <p>Asianomainen viitemarkkina: LBMA (XAGFIX=)</p> <p>Reuters-sivu: XAGFIX=</p> <p>Internet-sivu: www.lbma.org.uk</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaahointisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista erääntymispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p>
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	<p>Konsernin (Group) muiden yhtiöiden lukuun väitetty liiketapahtumat sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteisyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntityötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoon kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päätettäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuviiin omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin</p>
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	<p>liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on Citigroupin ulkopuolisia. Jos yhtiöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoritua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätköksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätkösen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinratkaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liketapahtuma prosessoidaan väärin tai että liketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoimintaetikkaa.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävää määrää pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja sääntelyriskit
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		<p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvalta lainsäädännöstä. Sääntelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoihin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiirityden väärinkäyttö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisäksi transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittäväistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteelloman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tiettyyn hintaan Warrantin olemassaoloikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelut pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien ostotoimien myyntitarjousten mukaisesti ja että sijoittajien ostotoimien toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua,</p>

	<p>mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään ja sen jälkeen kun kaupankäynti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvalutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p>Tuotekohtaiset riskitekijät</p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehti nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tiliasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenkaiksest将来のもの。</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäyntiaikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäyntiaikojen ulkopuolella. Tämä riski on erityisen olennainen olosuhteissa, joissa Warranttien kaupankäyntiajat poikkeavat kohde-etuuden tavanomaisista kaupankäyntiajista.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-</p>
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	<p>out-tilanteessa</p> <p>Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyytävät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritelty arvo on sama tai korkeampi kuin (bear) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvonmuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätköksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikeiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikeisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien juoksuaika päättyy ennenaikeisesti knock-out-ajankohtana ja optio-oikeudet eräänlyytävät arvottomina, jos kohde-etuuden ehdoissa määritelty arvo sama tai korkeampi kuin (bear) Open End Turbo Warrantin knock-out-taso ehdoissa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bear Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska</p>
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	<p>suojaushinta voi olla huomattavasti korkeampi (bear) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikeisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bear Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksonalla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjakolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p><u>Kohde-etuuteen liittyvät erityiset riskitekijät</u></p> <p>Riskit, jotka liittyvät hyödykkeisiin kohde-etuksina</p> <p>Hyödykkeisiin liittyvät hintariskit ovat usein monimutkaisia. Hyödykkeiden hintaan vaikuttavat tekijät ovat lukuisia ja monisyisiä. Joitain hyödykkeiden hintoihin heijastuvia tekijöitä on lueteltu alla esimerkinomaisesti.</p> <ul style="list-style-type: none"> • Kysyntä ja tarjonta • Välittömät sijoituskustannukset, varastointikustannukset • Likviditeetti • Sää ja luonnonkatastrofit • Poliittiset riskit • Verotus
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Jakso E – Tarjous		
E.2b	Syyt tarjoamiseen ja varojen käyttö, jos muu kuin voiton tavoittelu ja/tai tietyiltä riskeiltä suojauminen.	Ei sovella; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauminen, ja Liikkeeseenlaskija tulee käyttämään tässä perusesitteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdoista.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydlle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tätä asiakirjaan jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttäävät lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppaan Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 4,96.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjouksen liittyvistä olennaisista intresseistä, mukaan lukien	Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkin sellaisten määritysten ja päätösten tekeminen, joilla voi olla

	eturistiriidat.	<p>negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat tehdä transaktioita kohde-etuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuuedet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoittaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurauskirjista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojaakseen itseään tai turvatakseen näihin liikesuhteisiin liittyyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitatalanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyyvää ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakeljalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Silver

ISIN: DE000CF70393

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a commodity, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	not applicable
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on

	which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.

"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time. If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a **Knock-Out**

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

(2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

(3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 **Exercise of the Option Rights**

(1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General

Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 **Underlying**

- (1) The "**Underlying**" shall be the commodity specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the Reference Price of the Underlying specified in Table 1 of the Annex to the Issue Specific Conditions, as determined on the Reference Market specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Reference Market**") and displayed on the Screen Page of the specified financial information service for the Reference Price specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page**") or a substitute page. If the Screen Page is not available on the date specified or if the Reference Price is not displayed, the Reference Price

shall be the reference price displayed on the corresponding page of another financial information service. If the Reference Price is no longer displayed in one of the ways described above, the Issuer shall have the right to specify as the Reference Price a reference price calculated in its reasonable discretion on the basis of the market practices applying at that time and taking into account the prevailing market conditions. The "**Observation Price**" of the Underlying shall correspond to the bid prices in case of Call, Bull and Long Warrants or ask prices in case of Put, Bear and Short Warrants for the Underlying, continuously displayed on the screen page specified for the Observation Price in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page for the Observation Price**") or a substitute page, determined by the Issuer in its reasonable discretion. If the Screen Page for the Observation Price is not available on the date specified or if the bid or ask price is not displayed, the Observation Price shall be the bid or ask price displayed on the corresponding page of another financial information service. "**Observation Hours**" shall be the period during which bid and ask prices for the Underlying are normally published continuously on the Screen Page for the Observation Price. "**Trading Days**" shall be days on which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market. "**Trading Hours**" shall be hours during which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market.

No. 6 **Adjustments**

- (1) If the Underlying has been modified due to conditions imposed by the Reference Market or a third party or due to circumstances set out in the following paragraph, the Issuer shall have the right to adjust the features of the Warrants.
- (2) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the features of the Warrants accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (3) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published on the Reference Market, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Reference Market**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Reference Market. In addition, all references in these Terms and Conditions to the Reference Market shall then be deemed, insofar as the context allows, to be references to the New Reference Market.
- (4) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading in or price-setting for the Underlying on the Reference Market, or
 - (ii) the suspension or restriction of trading in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**").

A restriction of the trading period or Trading Days on the Reference Market shall not constitute a Market Disruption Event if it is based on a previously announced change.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF70393 / LONGHOPEA A6 CG	Silver	Mini Long	No	EUR 7.40	Euro (EUR)	USD 9.50 / USD 10.00	1	4.12 %	500,000	Official Fixing 12:00 London local time

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Unit of weight or other unit of measurement)	ISIN or Reuters Code of the Underlying	Reference Market (Screen Page) / Screen Page for the Observation Price	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Silver (1 Troy Ounce, minimum fineness of 999)	XC0009653103	LBMA (XAGFIX=) / XAG=	Modified Exercise Date / Modified Valuation Date	US Dollar (USD)

The following specific meanings shall apply in this context:

London PM Fixing

: The official Gold fixing from LBMA at 15:00 (London local time)

London Mid Fixing

: The official Silver fixing from LBMA at 12:00 (London local time)

LBMA

: London Bullion Market Association, London (www.lbma.org.uk)

LPPM

: London Platinum & Palladium Market (www.lppm.com)

XAUFIX=, XAU=, XAGFIX=, XAG=, XPT=, XPD=

: The relevant screen of the Reuters Monitor Service

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with commodities as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.lbma.org.uk

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF70393</p> <p>Local Code: LONGHOPEA A6 CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date provided that such day is a Banking Day in London and a Trading Day and a day on which the Reference Price of the Underlying is published, or in case of a termination the</p>

		day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	<p>In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").</p>
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Official Fixing 12:00 London local time
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: commodity WKN: 965310 ISIN: XC0009653103 Underlying: Silver Reference market: LBMA (XAGFIX=) Reuters page: XAGFIX= Website: www.lbma.org.uk</p>

Section D – Risks

D.2	<p>Key information on the key risks that are specific to the issuer.</p>	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to comply with this contractual obligation as a result of its own liquidity</p>
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	<p>difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p> <p>Tax risks</p>
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	<p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are specific to the securities. This must</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p> <p>Warrants represent particularly risky investment instruments. They entail a</p>

	<p>include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p>
	<p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p>
	<p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p>
	<p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p>
	<p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p>
	<p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p>
	<p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an unfavourable direction for the investor.</p>

	<p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term is influenced by other factors affecting value in addition to the price of the</p>
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	<p>underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer.</p> <p>In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p> <p>Risk relating to adjustments of the strike and of the knock-out barrier</p>
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		<p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with commodities as the underlying</p> <p>The price risks attaching to commodities are frequently complex. The factors affecting the prices of commodities are numerous and complicated. As an illustration, some of the typical factors reflected in commodity prices are listed below.</p> <ul style="list-style-type: none"> • Supply and demand • Direct investment costs, warehousing costs • Liquidity • Weather and natural disasters • Political risks • Taxation
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p>

		<p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 7.40.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact</p>

		the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset	
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien pääpiirteet ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajan tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspääökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säännösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja	

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakkoidaan kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoi Euroalueelle lievään taantumaa (Pakin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakkoidaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>

B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiittiyhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äinetön yhtiömies, jonka äinetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äinetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p> <p>Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).</p>									
B.9	Jos laaditaan tulosenヌste tai -arvio, on ilmoitettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosenヌsteita tai -arvioita tässä Perusesitteessä.									
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.									
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettävä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitettävä vastaavaa jaksoa edeltävällä tilikaudella koskevat	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163
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	<p>vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiossa.</p>	<table border="1"> <tr> <td>Oma pääoma</td><td>590</td><td>588</td></tr> <tr> <td>Luottosalaku</td><td>5.365</td><td>5.196</td></tr> <tr> <td>Työntekijämäärä</td><td>348</td><td>361</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th>01.12.2011 - 30.11.2012 miljoonaa euroa</th><th>edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa</th></tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td><td>11</td><td>29</td></tr> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </tbody> </table>	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137
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<p>Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).</p> <p>Kansainvälisen Järjestelyparkin BIS:n sääntelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:</p>																													

		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	
Taseen mukainen oma pääoma	590,0	588,0		
Vähennettävät aineettomat hyödykkeet	0	-1,2		
Rajoituksettomat omat varat	599,3	594,3		
Rajoituksenalaiset omat varat	0,0	0,0		
Omat varat	599,3	594,3		
Vakavaraisuussuhdeluvut				
Ensisijaiset omat varat %	33,6	29,3		
Kaikki omat varat %	33,6	29,3		

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyskenä	263	334

	1.12.2012 -	1.12.2011 -
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		31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa	
Toiminnan korkotuotot	3	7		
Palkkiot välitysliiketoiminnasta	20	33		
Palkkiot arvopaperiliiketoiminnasta	8	9		
Nettotuotot kaupankäyntitoiminnasta	29	16		
Yleiset hallintokulut	72	70		

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.

Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäyntitarkoituksessa tehdyyssä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväysken (31.5.2013) jälkeen.

| B.13 | Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä. | Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstn veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakonpidätyksiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakonpidätyksiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakonpidätyksistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyötä arvioimaan. Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (*die den Verkaufsauftrag ausführende Stelle*) vastaavina vuosina. Lisäksi velkasytteen määärän selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena. Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyys tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja | |

		<p>oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päätänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäissijoittaja. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	<p>Warranttien typpi/muoto</p> <p>Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntiin – ei ainoastaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikaisen eräännystämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.</p>
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		<p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvoosuuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF70393</p> <p><i>Muu tunniste:</i> LONGHOPEA A6 CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettävissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyn tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säänneltymarkkina.

	kyseisistä markkinoista.	
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Long Warranteista</p> <p>Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta selvitysvaluutaksi muunnettua toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvaluutaksi. Liikkeeseenlaskija päättää suojaussella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä, edellyttäen edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) viitehinta julkaistaan, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen

		<p>pankkipäivän toimistoaika päättyi.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	<p>Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").</p>
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehinta arvostuspäivänä: Official Fixing 12:00 London local time
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Tyyppi: hyödyke</p> <p>WKN (Saksalainen yritystunniste): <i>965310</i></p> <p>ISIN: <i>XC0009653103</i></p> <p>Kohde-etuus: Hopea</p> <p>Asianomainen viitemarkkina: LBMA (XAGFIX=)</p> <p>Reuters-sivu: XAGFIX=</p> <p>Internet-sivu: www.lbma.org.uk</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkaamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaaehtoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista eräänäytäispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmiensa tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat</p>
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	<p>sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntiyötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoona kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päätettäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvien omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on</p>
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	<p>Citigroupin ulkopuolisia. Jos yrityöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinrakaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoiminta-alueita.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrästä pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoaa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja sääntelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvasta lainsäädännöstä.</p>
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		<p>Sääntelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoisiin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiirityden väärinkäyttö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tietyn hintaan Warrantin olemassaoloaikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelu pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään</p>

	<p>ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvaluutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p>Tuotekohtaiset riskitekijät</p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tilasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikaisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytäikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytäikojen ulkopuolella. Tämä riski on erityisen olenmainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-</p>
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	<p>ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritely arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos kohde-etuuden ehdoissa määritely arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdoissa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa</p>
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	<p>suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuurituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p><u>Kohde-etuuteen liittyvät erityiset riskitekijät</u></p> <p>Riskit, jotka liittyvät hyödykkeisiin kohde-etuksina</p> <p>Hyödykkeisiin liittyvät hintariskit ovat usein monimutkaisia. Hyödykkeiden hintaan vaikuttavat tekijät ovat lukuisia ja monisyytisiä. Joitain hyödykkeiden hintoihin heijastuvia tekijöitä on lueteltu alla esimerkinomaisesti.</p> <ul style="list-style-type: none"> • Kysyntä ja tarjonta • Välittömät sijoituskustannukset, varastointikustannukset • Likviditeetti • Sää ja luonnonkatastrofit • Poliittiset riskit • Verotus
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käyttö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauduttua.	Ei sovella; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauduttua, ja Liikkeeseenlaskija tulee käyttämään tässä perusesiteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdosta.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tästä asiakirjaan jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 7,40.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkin sellaisten määritysten ja päättösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.

		<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat tehdä transaktioita kohde-etuuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuuedet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoitaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitilanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailivien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.

Citigroup Global Markets Deutschland AG

Frankfurt am Main

(Issuer)

Final Terms dated

28 April 2014

to the

Tripartite Base Prospectus dated 13 May 2013
as amended
(the "Tripartite Base Prospectus")

MINI FUTURE WARRANTS

referenced to the following underlying:

Silver

ISIN: DE000CF703A1

The respective Final Terms to the Tripartite Base Prospectus will be made available as a separate document in paper form free of charge at the address of the relevant paying agent and published on the Issuer's website (www.citifirst.com)

The subject matter of the Final Terms is Mini Future Warrants (Product No. 4) (the "**Warrants**" or the "**Series**") based on a commodity, issued by Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**").

The Final Terms were prepared in accordance with Article 5 (4) of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (as most recently amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010) (the "Prospectus Directive") and must be read in conjunction with the Tripartite Base Prospectus (consisting of the Summary and the Securities Note, each dated 13 May 2013, and the Registration Form of Citigroup Global Markets Deutschland AG dated 3 May 2013, including any supplements). Complete information about the Issuer and the offer of the Warrants can be obtained only from a synopsis of these Final Terms together with the Tripartite Base Prospectus (including all related supplements, if any).

The Final Terms to the Tripartite Base Prospectus take the form of a separate document within the meaning of Article 26 (5) of Commission Regulation (EC) No. 809/2004 of 29 April 2004 as amended by Commission Delegated Regulation (EU) No. 486/2012 of 30 March 2012 and Commission Delegated Regulation (EU) No. 862/2012 of 4 June 2012 (the "**Prospectus Regulation**").

An issue specific summary that has been completed for the Warrants is attached to these Final Terms.

INFORMATION ABOUT THE TERMS AND CONDITIONS – ISSUE SPECIFIC CONDITIONS

*With respect to the Series of Warrants, the Issue Specific Conditions applicable to the Mini Future Warrants, as replicated in the following from the Tripartite Base Prospectus and supplemented by the information in the Annex to the Issue Specific Conditions as set out below, and the General Conditions contain the conditions applicable to the Warrants (referred to together as the "**Conditions**"). The Issue Specific Conditions should be read in conjunction with the General Conditions.*

Part A. Product Specific Conditions

No. 1 Option Right

Citigroup Global Markets Deutschland AG, Frankfurt am Main (the "**Issuer**") hereby grants the holder (each a "**Warrant Holder**") of Mini Future Warrants (the "**Warrants**"), based on the Underlying as specified in detail in each case in **Table 1** and **Table 2** of the Annex to the Issue Specific Conditions, the right (the "**Option Right**") to require the Issuer to pay the Cash Amount (No. 2 (1) of the Issue Specific Conditions) or the Stop-Loss Cash Amount (No. 2a (2) of the Issue Specific Conditions) or the Termination Amount (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions) in accordance with these Terms and Conditions.

No. 2 Cash Amount; Definitions

- (1) The "**Cash Amount**" for each Warrant, subject to the occurrence of a Knock-Out Event (No. 2a (1) of the Issue Specific Conditions) or the early redemption or Termination of the Warrants by the Issuer (No. 2 of the General Conditions and/or No. 4 of the Issue Specific Conditions), shall be the Intrinsic Value of a Warrant, if the latter is already expressed in the Settlement Currency, or the Intrinsic Value of a Warrant converted into the Settlement Currency using the Reference Rate for Currency Conversion.
- (2) The "**Intrinsic Value**" of a Warrant shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Reference Price of the Underlying determined on the Valuation Date is higher than (Mini Long) or lower than (Mini Short) the respective Strike.
- (3) The following definitions shall apply in these Terms and Conditions:

"Additional Securities	not applicable
Depositories" :	

"Adjustment Date":	The first Banking Day in Frankfurt of each month.
"Adjustment due to Dividend Payments":	not applicable
"Adjustment Rate":	The Adjustment Rate for the first Financing Level Adjustment Period corresponds to the relevant rate as specified in Table 1 of the Annex to the Issue Specific Conditions for the first Financing Level Adjustment Period. The Adjustment Rate applicable in each succeeding Adjustment Period composes as follows: in case of Mini Future Long Warrants the sum of, and for Mini Future Short Warrants the difference of (i) the Reference interest rate at the last day of the respective preceding Financing Level Adjustment Period and (ii) the Interest Rate Correction Factor applicable in the respective Financing Level Adjustment Period. If the Reference Interest Rate is no longer displayed in one of the manners described above, the Issuer is entitled to determine at its reasonable discretion a Reference Interest Rate based on the market practice prevailing at the time and giving due consideration to the prevailing market conditions.
"Auxiliary Location":	London, United Kingdom
"Banking Day":	Every day on which the commercial banks in Helsinki and Frankfurt am Main are open for business, including trade in foreign currencies and the receipt of foreign currency deposits (except for Saturdays and Sundays), the TARGET2-System is open and the Central Securities Depository settles payments. "TARGET2-System" shall mean the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) payment system or any successor system.
"Central Securities Depository":	Euroclear Finland Ltd. (P.O. Box 1110, FI-00101 Helsinki, Finland)
"Clearing Territory of the Central Securities Depository":	Finland
"Currency Conversion Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Exchange Rate Reference Agent":	EURO-FX reference rate system, whose reference exchange rates are published on Reuters page EUROFX/1.
"Exercise Date":	The last Banking Day of each month at the respective place of the Exercise Agent pursuant to No. 3 (1), on

	which the exercise prerequisites pursuant to No. 3 (1) are met for the first time at 10:00 a.m. (local time at the place of the respective Exercise Agent).
"Financing Level Adjustment Period":	The period from the Issue Date until the first Adjustment Date (inclusive) and each following period from an Adjustment Date (exclusive) until the next following Adjustment Date (inclusive).
"Form of the Warrants":	The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.
"Interest Rate Correction Factor":	An interest rate determined for each Financing Level Adjustment Period by the Issuer at its reasonable discretion taking into account the then prevailing market environment. It may be different for Mini Long and Mini Short Warrants.
"Issue Date":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Issuer's Website":	www.citifirst.com
"Knock-Out Barrier":	In the first Financing Level Adjustment Period, the Knock-Out Barrier is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Maturity Date":	The earlier of the Payment Date upon Exercise or the Payment Date upon Termination.
"Minimum Exercise Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Minimum Trading Volume":	1 Warrant(s) per ISIN or an integral multiple thereof
"Modified Exercise Date + 1":	The first day following the Exercise Date which is a Banking Day at the Auxiliary Location and a Trading Day.
"Modified Exercise Date":	The Exercise Date provided that such day is a Banking Day at the Auxiliary Location and a Trading Day, otherwise the first day following the Exercise Date on which the aforementioned prerequisites are met.
"Modified Valuation Date + 1":	The first day following the Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.
"Modified Valuation Date":	The first Valuation Date on which the Reference Rate for Currency Conversion is determined and published by the Exchange Rate Reference Agent.

"Multiplier":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Number":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Observation Period":	Period from the Issue Date (inclusive) until the Valuation Date (inclusive).
"Payment Date upon Exercise":	At the latest the tenth common Banking Day following the Exercise Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Payment Date upon Termination":	At the latest the tenth common Banking Day following the Termination Date at the registered office of the Issuer and the place of the Central Securities Depositary.
"Reference Currency":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Reference Interest Rate":	Interest rate as published on the Reuters page EURIBOR1M= (or a replacing page) for EUR-Rates Ref., USDVIEW (or a replacing page) for US-Rates Ref., JPYVIEW (or a replacing page) for Yen-Rates Ref., CHFLIBOR (or a replacing page) for CHF-Rates Ref., HKDVIEW (or a replacing page) for HKD-Rates Ref., and SEKVIEW (or a replacing page) for SEK-Rates Ref.
"Reference Price":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Reference Rate for Currency Conversion":	The conversion of the Reference Currency into the Settlement Currency will be effected at the offered rate, expressed in indirect quotation, calculated and published on the Currency Conversion Date by the Exchange Rate Reference Agent at approximately 1:00 p.m. Frankfurt am Main local time. If the method of calculating the Reference Rate for the Currency Conversion by the Exchange Rate Reference Agent changes materially or the Reference Rate is discontinued entirely, the Issuer is entitled to name a suitable replacement at its fair discretion.
"Rollover Date":	not applicable
"Settlement Currency":	As specified in Table 1 of the Annex to the Issue Specific Conditions.

"Strike":	On the Issue Date, the Strike is equal to: See Table 1 of the Annex to the Issue Specific Conditions.
"Type":	As specified in Table 1 of the Annex to the Issue Specific Conditions.
"Underlying":	As specified in Table 2 of the Annex to the Issue Specific Conditions.
"Valuation Date + 1":	not applicable
"Valuation Date":	As specified in Table 2 of the Annex to the Issue Specific Conditions. If the Valuation Date is not a Trading Day, the next following Trading Day shall be the Valuation Date.

No. 2a **Knock-Out**

- (1) If the Observation Price of the Underlying (No. 5 (2) of the Issue Specific Conditions) expressed in the Reference Currency is equal to or falls below (Mini Long) or is equal to or exceeds (Mini Short) the Knock-Out Barrier (No. 2b (2) of the Issue Specific Conditions) of the Warrant (the "**Knock-Out Event**") during the Observation Period (No. 2 (3) of the Issue Specific Conditions) during the Observation Hours (No. 5 (2) of the Issue Specific Conditions) at any time (referred to in the following as the "**Knock-Out Time**"), the term of the Warrants shall end early at the Knock-Out Time. If the Stop-Loss Cash Amount in accordance with paragraph (2) of this No. 2a is positive, the Warrant Holder shall receive the Stop-Loss Cash Amount. The Issuer will give notice without delay in accordance with No. 4 of the General Conditions that the price of the Underlying has reached or fallen below (Mini Long) or reached or exceeded (Mini Short) the Knock-Out Barrier.
- (2) If the term of the Warrants ends early as a result of a Knock-Out Event, the Issuer shall pay any Stop-Loss Cash Amount to the Warrant Holders.

The "**Stop-Loss Cash Amount**" shall be either the Stop-Loss Intrinsic Value, if the latter is already expressed in the Settlement Currency, or the Stop-Loss Intrinsic Value converted into the Settlement Currency using the Stop-Loss Exchange Rate.

The "**Stop-Loss Intrinsic Value**" shall be the difference, expressed in the Reference Currency and multiplied by the Multiplier, by which the Hedge Price is higher than (Mini Long) or lower than (Mini Short) the Strike.

The "**Hedge Price**" shall be a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the Knock-Out Time as the level of the Underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the Hedge Price shall be at least equal to the lowest (Mini Long) or highest (Mini Short) price of the Underlying determined within 120 minutes following the occurrence of the Knock-Out Time.

The "**Stop-Loss Exchange Rate**" shall be the exchange rate determined by the Issuer in its reasonable discretion within a maximum of 120 minutes following the occurrence of the Knock-Out Time in place of the Reference Rate for Currency Conversion.

In the event that the Knock-Out Time occurs less than 120 minutes before the end of the normal trading hours of the Underlying, the time available in accordance with the preceding paragraph for the determination of the Hedge Price shall be extended accordingly from the start of the next following exchange session.

If Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions occur during the time available to the Issuer for the determination of the Hedge Price and if the Issuer has not yet determined the Hedge Price when the Market Disruption Events occur, the time available for the determination of the Hedge Price shall be extended for the duration of the Market Disruption Events. The right of the Issuer to determine the Hedge Price or the Stop-Loss Exchange Rate shall continue to apply during the existence of Market Disruption Events.

If the Market Disruption Events within the meaning of No. 7 of the Issue Specific Conditions continue to exist until the end of the fifth Banking Day in Frankfurt am Main, at the Auxiliary Location and at the location of the Relevant Exchange following the next Exercise Date for the Warrants and if the Issuer has not yet determined the Hedge Price, the Issuer shall determine the Hedge Price in its reasonable discretion taking into account the market conditions prevailing on that day.

The payment of any Stop-Loss Cash Amount shall be made in accordance with No. 3 (4) of the Issue Specific Conditions, with the proviso that the Stop-Loss Payment Date shall be no later than the fifth Banking Day in Frankfurt am Main and at the location of the Central Securities Depository following the determination of the Hedge Price.

No. 2b **Adjustment Amount**

- (1) The respective "**Strike**" of a series shall be equal on the Issue Date to the value specified in Table 1 of the Annex to the Issue Specific Conditions. Subsequently, the Strike shall be adjusted on each calendar day during a Financing Level Adjustment Period by the Adjustment Amount calculated by the Issuer for that relevant calendar day. The Adjustment Amount for Mini Long or Mini Short Warrants may vary. The "**Adjustment Amount**" of a series applying for each calendar day during the respective Financing Level Adjustment Period shall be equal to the result obtained by multiplying the Strike applying on the Adjustment Date falling in that Financing Level Adjustment Period by the Adjustment Rate applicable in that Financing Level Adjustment Period and converted to the amount for one calendar day using the actual/360 day count convention. The resulting Strike for each calendar day shall be rounded to three decimal places in accordance with normal commercial practice, but the calculation of the next following Strike in each case shall be based on the unrounded Strike for the preceding day. The calculations for the first Financing Level Adjustment Period shall be based on the Strike on the Issue Date.

(2) The respective "**Knock-Out Barrier**" of a series for the first Financing Level Adjustment Period shall be equal to the value specified in Table 1 of the Annex to the Issue Specific Conditions. For each subsequent Financing Level Adjustment Period, the Knock-Out Barrier shall be determined by the Issuer in its reasonable discretion on the Adjustment Date falling in that Financing Level Adjustment Period, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

In addition, the Issuer shall have the right, on days on which, in the determination of the Issuer, the Strike after Adjustment (in accordance with paragraph (1) of this No. 2b) would be equal to, fall below or exceed the Knock-Out Barrier respectively, to adjust the Knock-Out Barrier in its reasonable discretion at the same time as the Adjustment of the Strike, taking into account the market conditions prevailing in each case (in particular taking into account volatility).

(3) In the event of dividend payments or other cash distributions equivalent to dividend payments in respect of the Underlying (applicable in the case of shares as the Underlying) or in respect of the shares on which the Underlying is based (applicable in the case of stock indices as the Underlying), the Strike applying in each case and, where relevant, the Knock-Out Barrier shall be adjusted in accordance with No. 2 (3) of the Issue Specific Conditions (Adjustment due to Dividend Payments).

No. 3 **Exercise of the Option Rights**

(1) The Warrants may be exercised by the Warrant Holder only with effect as of an Exercise Date in accordance with No. 2 (3) of the Issue Specific Conditions. For the exercise of the Warrants to be effective, the holder of the respective Warrant must comply with the preconditions set out below with respect to the relevant Exercise Agent at the latest by 10:00 a.m. (local time at the location of the relevant Exercise Agent) on the Exercise Date. The provisions of paragraphs (2) to (4) of this No. 3 shall also apply.

If the Option Rights are exercised via the Exercise Agent in **Finland**, the Warrant Holder must submit to Citigroup Global Markets Deutschland AG (the "**Exercise Agent**") at the following address:

Citigroup Global Markets Deutschland AG, Attn. Stockevents, Frankfurter Welle,
Reuterweg 16, D-60323 Frankfurt am Main, Federal Republic of Germany

a properly completed "**Helsinki**" Exercise Notice for the respective ISIN (International Securities Identification Number) using the form available from the Issuer (referred to in the following as "**Exercise Notice**") and must have transferred the Warrants which it is intended to exercise

- to the Issuer crediting its account No. 0007567803 at Pohjola Bank.

The Exercise Notice must specify:

- the ISIN (International Securities Identification Number) of the Warrant series and the number of Warrants intended to be exercised and
- the account of the Warrant Holder with a bank in Finland into which the Cash Amount is to be paid. If the Exercise Notice does not specify an account or specifies an account outside Finland, a check for the Cash Amount will be sent to the Warrant Holder at his risk by normal post to the address given in the Exercise Notice within ten (10) Banking Days in Helsinki and Frankfurt am Main following the Valuation Date.
- Confirmation must also be given that the person entitled to the rights arising from the Warrants is not a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933) and that that person has agreed with the Issuer and, if the latter is not also the seller, with the seller of these Warrants (a) not to offer, sell, resell or deliver the Warrants acquired at any time directly or indirectly in the United States or to or for the account of or for the benefit of US persons, (b) not to purchase Warrants for the account of or for the benefit of US persons and (c) not to offer, sell, resell or deliver Warrants (acquired in any other manner) directly or indirectly in the United States or to or for the account of or for the benefit of US persons.

- (2) The Exercise Notice shall become effective on the Exercise Date according to No. 2 (3) of the Issue Specific Conditions. The Exercise Notice may not be revoked, including during the period prior to the date on which it becomes effective. All of the preconditions set out in No. 3 (1) of the Issue Specific Conditions must be satisfied within fifteen (15) Banking Days of the occurrence of the first precondition. In any other circumstances, the Issuer shall have the right to return any payments already made to the Warrant Holder without interest at his risk and expense; in this event the Exercise Notice shall not become effective.
- (3) All taxes or other levies that may be incurred in connection with the exercise of the Warrants shall be borne by the Warrant Holder.

The exercise or settlement amount shall be paid in the Settlement Currency without a requirement for the Issuer or the Exercise Agent to give notice of any kind.

- (4) The Issuer will transfer any Cash Amount to the Central Securities Depository on the Payment Date upon Exercise for the credit of the Warrant Holders registered with the Central Securities Depository at the close of business on the preceding Banking Day at the head office of the Central Securities Depository. Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

No. 4 **Termination**

- (1) The Issuer shall have the right to terminate all of the Warrants of a series during their term with a notice period of 4 weeks by giving notice in accordance with No. 4 of the General

Conditions with effect as of the Termination Date specified in the notice (the "**Termination Date**"). Termination in accordance with this No. 4 may not be effected earlier than 3 months after the Issue Date. All Termination Notices issued pursuant to this No. 4 are irrevocable and must specify the Termination Date. The Termination shall become effective on the date specified in the announcement of the notice. For the purposes of calculating the Cash Amount in accordance with No. 2 of the Issue Specific Conditions, the date on which the Termination becomes effective shall be deemed to be the Valuation Date within the meaning of these Terms and Conditions.

- (2) In the event of Termination by the Issuer, No. 3 of the Issue Specific Conditions shall not apply. The Exercise Date within the meaning of No. 2 (3) of the Issue Specific Conditions shall in this case be the date on which the Termination becomes effective. The Payment Date shall be the Payment Date upon Termination in accordance with paragraph (3) of this No. 4.
- (3) In this event, the Issuer will transfer the Cash Amount for all of the Warrants affected by the Termination to the Central Securities Depository within ten (10) Banking Days at the head office of the Issuer and at the location of the Central Securities Depository after the Termination Date for the credit of the Warrant Holders registered with the Central Securities Depository on the fifth day following the Termination Date (referred to in the following as "**Payment Date upon Termination**"). Upon the transfer of the Cash Amount to the Central Securities Depository, the Issuer shall be released from its payment obligations to the extent of the amount paid.

The Central Securities Depository has given an undertaking to the Issuer to make a corresponding onward transfer.

In the event that the onward transfer is not possible within three months after the Payment Date upon Termination ("**Presentation Period**"), the Issuer shall be entitled to deposit the relevant amounts with the Frankfurt am Main Local Court for the Warrant Holders at their risk and expense with a waiver of its right to reclaim those amounts. Upon the deposit of the relevant amounts with the Court, the claims of the Warrant Holders against the Issuer shall expire.

Part B. Underlying Specific Conditions

No. 5 **Underlying**

- (1) The "**Underlying**" shall be the commodity specified as the Underlying in Table 2 of the Annex to the Issue Specific Conditions.
- (2) The "**Reference Price**" of the Underlying shall correspond to the Reference Price of the Underlying specified in Table 1 of the Annex to the Issue Specific Conditions, as determined on the Reference Market specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Reference Market**") and displayed on the Screen Page of the specified financial information service for the Reference Price specified in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page**") or a substitute page. If the Screen Page is not available on the date specified or if the Reference Price is not displayed, the Reference Price

shall be the reference price displayed on the corresponding page of another financial information service. If the Reference Price is no longer displayed in one of the ways described above, the Issuer shall have the right to specify as the Reference Price a reference price calculated in its reasonable discretion on the basis of the market practices applying at that time and taking into account the prevailing market conditions. The "**Observation Price**" of the Underlying shall correspond to the bid prices in case of Call, Bull and Long Warrants or ask prices in case of Put, Bear and Short Warrants for the Underlying, continuously displayed on the screen page specified for the Observation Price in Table 2 of the Annex to the Issue Specific Conditions (the "**Screen Page for the Observation Price**") or a substitute page, determined by the Issuer in its reasonable discretion. If the Screen Page for the Observation Price is not available on the date specified or if the bid or ask price is not displayed, the Observation Price shall be the bid or ask price displayed on the corresponding page of another financial information service. "**Observation Hours**" shall be the period during which bid and ask prices for the Underlying are normally published continuously on the Screen Page for the Observation Price. "**Trading Days**" shall be days on which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market. "**Trading Hours**" shall be hours during which prices are normally calculated for the Underlying on the Reference Market and published on the relevant Screen Page for the Reference Market.

No. 6 **Adjustments**

- (1) If the Underlying has been modified due to conditions imposed by the Reference Market or a third party or due to circumstances set out in the following paragraph, the Issuer shall have the right to adjust the features of the Warrants.
- (2) Changes in the method of calculating the Reference Price or other prices for the Underlying that are relevant in accordance with these Terms and Conditions, including a change in the Trading Days or Trading Hours relevant for the Underlying, shall entitle the Issuer to adjust the features of the Warrants accordingly in its reasonable discretion. The Issuer shall determine the date on which the adjusted Option Right shall first apply, taking account of the date of the change.
- (3) In the event that the Reference Price or other prices that are relevant for the Underlying in accordance with these Terms and Conditions are no longer calculated and published on the Reference Market, but by another person, company or institution which the Issuer considers suitable in its reasonable discretion (the "**New Reference Market**"), then the Cash Amount shall be calculated on the basis of the corresponding prices for the Underlying calculated and published on the New Reference Market. In addition, all references in these Terms and Conditions to the Reference Market shall then be deemed, insofar as the context allows, to be references to the New Reference Market.
- (4) The Issuer shall give notice of the Adjustments and the date on which the Adjustments become effective in accordance with No. 4 of the General Conditions.

No. 7
Market Disruption Events

- (1) If a Market Disruption Event in accordance with paragraph (2) exists on the Valuation Date, then the Valuation Date shall be postponed to the next following day which fulfills the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and on which a Market Disruption Event no longer exists. The Issuer shall endeavor to give notice to the Warrant Holders without delay in accordance with No. 4 of the General Conditions that a Market Disruption Event has occurred. However, there shall be no obligation to give notice. If, as a result of the provisions of this paragraph, the Valuation Date has been postponed for five (5) consecutive days that fulfill the criteria for a Valuation Date in accordance with No. 2 (3) of the Issue Specific Conditions and if the Market Disruption Event continues to exist on that day as well, then that day shall be deemed to be the Valuation Date and the Issuer shall determine the Cash Amount in its reasonable discretion taking account of the market conditions prevailing on any such deemed Valuation Date.
- (2) "**Market Disruption Event**" shall mean
 - (i) the suspension or restriction of trading in or price-setting for the Underlying on the Reference Market, or
 - (ii) the suspension or restriction of trading in a futures or options contract based on the Underlying on a Futures Exchange on which futures or options contracts based on the Underlying are traded (the "**Futures Exchange**").

A restriction of the trading period or Trading Days on the Reference Market shall not constitute a Market Disruption Event if it is based on a previously announced change.

ANNEX TO THE ISSUE SPECIFIC CONDITIONS

Table 1 – supplementary to Part A. Product Specific Conditions

Issue Date: 29/04/2014

Initial value date in Finland: 05/05/2014

ISIN / Local Trading Code	Underlying	Type	Quanto	Initial Issue Price	Settlement Currency (also "Currency of the Issue")	Strike on the Issue Date / Knock-Out Barrier in the 1 st Financing Level Adjustment Period	Multiplier	Adjustment Rate in the 1 st Financing Level Adjustment Period	Number	Reference Price of the Underlying ("Reference Price")
DE000CF703A1 / LONGHOPEA A7 CG	Silver	Mini Long	No	EUR 8.79	Euro (EUR)	USD 7.60 / USD 8.00	1	4.12 %	500,000	Official Fixing 12:00 London local time

Table 2 – supplementary to Part B. Underlying Specific Conditions

Underlying (Unit of weight or other unit of measurement)	ISIN or Reuters Code of the Underlying	Reference Market (Screen Page) / Screen Page for the Observation Price	Valuation Date / Currency Conversion Date	Currency in which the Reference Price is expressed ("Reference Currency")
Silver (1 Troy Ounce, minimum fineness of 999)	XC0009653103	LBMA (XAGFIX=) / XAG=	Modified Exercise Date / Modified Valuation Date	US Dollar (USD)

The following specific meanings shall apply in this context:

London PM Fixing

: The official Gold fixing from LBMA at 15:00 (London local time)

London Mid Fixing

: The official Silver fixing from LBMA at 12:00 (London local time)

LBMA

: London Bullion Market Association, London (www.lbma.org.uk)

LPPM

: London Platinum & Palladium Market (www.lppm.com)

XAUFIX=, XAU=, XAGFIX=, XAG=, XPT=, XPD=

: The relevant screen of the Reuters Monitor Service

RISK FACTORS

Investors should read carefully the risk factors set out under "I. Risk factors of Warrants" in the Securities Note and under 1. in the Registration Form.

In particular, the following optional risk factors that relate only to certain types of Warrants are applicable to these Warrants (please refer to "I. Risk factors of Warrants" in the Securities Note):

- **Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs**
- **Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out**
- **Risk from the occurrence of a knock-out event outside the trading hours in the secondary market**

In the case of Turbo Warrants for which the respective strike is not equal to the knock-out barrier and the risk of a total loss due to jumps in the price of the underlying (gap risk) is borne directly by the warrant holder (Turbo stop-loss with gap risk), the following risk factors also apply:

- **Risk of total loss prior to maturity due to the occurrence of a knock-out event**
- **Price risk in connection with rising implied volatility**
- **Risk of total loss due to jumps in the price of the underlying (gap risk)**
- **Risk of exercise of the Warrants and Issuer's right of termination**
- **Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position**
- **Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk**
- **Risk relating to adjustments of the strike and of the knock-out barrier**

The following optional underlying specific risk factors also apply to Warrants (please refer to "3. Underlying specific risk factors" under Section "I. Risk factors of Warrants" in the Securities Note):

- **Risk in connection with commodities as the underlying**

ADDITIONAL INFORMATION

Name and address of the paying agents and the calculation agent

Paying Agent(s):

Pohjola Bank plc., Markets Custody, Teollisuuskatu 1b, Helsinki, P.O. Box 308, FI-00013
Pohjola, Finland

Calculation Agent:

Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, D-60323
Frankfurt am Main, Federal Republic of Germany

Conflicts of interest

With respect to interests of natural and legal persons involved in the issue and resulting potential conflicts of interest, please refer to "4. Risk of conflicts of interest" under "I. Risk factors of Warrants" in the Securities Note.

Offer method

The Warrants are being offered over-the-counter on a continuous basis in one series.

The offer of the Warrants begins in Finland on 29/04/2014.

Stock exchange listing

The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

Consent to the use of the Prospectus

With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.

The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (*Wertpapierprospektgesetz* "WpPG").

Issue price, price calculation and costs and taxes on purchase

The initial issue price is specified in Table 1 of the annex to the Issue Specific Conditions.

Both the initial issue price and the bid and offered prices quoted by the Issuer during the term of the Warrants are calculated using theoretical pricing models. In this context, the bid and offered prices for the Warrants are determined on the basis, among other things, of the mathematical value of the Warrants, the costs of hedging and accepting risk and the expected return. Please see also the information provided under "Risk relating to the calculation of the warrant prices" and "4. Risk of conflicts of interest", both in Section "I. Risk factors of Warrants".

No costs or taxes of any kind for the warrant holders will be deducted by the Issuer whether the Warrants are purchased off-market (in countries where this is permitted by law) or via a stock

exchange. Such costs or taxes should be distinguished from the fees and costs charged to the purchaser of the Warrants by his bank for executing the securities order, which are generally shown separately on the statement for the purchase transaction in addition to the price of the Warrants. The latter costs depend solely on the particular terms of business of the warrant purchaser's bank. In the case of a purchase via a stock exchange, additional fees and expenses are also incurred. Furthermore, warrant holders are generally charged an individual fee in each case by their bank for managing the securities account. Notwithstanding the foregoing, profits arising from the Warrants or capital represented by the Warrants may be subject to taxation.

Information on the underlying

Website: www.lbma.org.uk

Publication of additional information

The Issuer does not intend to provide any additional information about the underlying.

The Issuer will publish additional notices described in detail in the terms and conditions. Examples of such notices are adjustments of the features of the Warrants as a result of adjustments relating to the underlying which may, for example, affect the conditions for calculating the cash amount or a replacement of the underlying. A further example is the early redemption of the Warrants if an adjustment cannot be made.

Notices under these terms and conditions are generally published on the Issuer's website. If and to the extent that mandatory provisions of the applicable laws or exchange regulations require notices to be published elsewhere, they will also be published, where necessary, in the place prescribed in each case.

Selling restrictions

Information on selling restrictions can be found under "VI. Selling restrictions" in the Securities Note.

ANNEX – ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings	
A.1	<p>This Summary presents the key features and risks of Citigroup Global Markets Deutschland AG (the "Issuer") and of the Warrants issued under the Tripartite Base Prospectus. The Summary is intended as an introduction to the Tripartite Base Prospectus, which comprises this Summary, the Registration Form of Citigroup Global Markets Deutschland AG dated 03 May 2013 including any supplements and the Securities Note of Citigroup Global Markets Deutschland AG dated 13 May 2013. Investors should therefore ensure that any decision to invest in the Warrants is based on a review of the entire Prospectus, including any supplements and the Final Terms. Where claims relating to the information contained in a base prospectus, any supplements, and the respective Final Terms are brought before a court, the investor acting as plaintiff may, as a result of the laws of individual member states of the European Economic Area, have to bear the costs of translating the base prospectus, any supplements, and the Final Terms into the language of the court prior to the commencement of legal proceedings. The Issuer can be held liable for the content of this Summary, including any translation prepared, but only in the event that the Summary is misleading, inaccurate or inconsistent when read in conjunction with the other parts of the Prospectus, or, when read in conjunction with the other parts of the Tripartite Base Prospectus, does not convey all of the key information required.</p>
A.2	<p>– Consent to use the prospectus</p> <p>With respect to Non-exempt Offers pursuant to Article 3 (2) of the Prospectus Directive the Issuer consents to the use of the Prospectus by all financial intermediaries (general consent) for offers in Finland (the "Offer State"). The general consent to the subsequent resale and final placement of the securities by the financial intermediaries is given with respect to Finland.</p> <p>The subsequent resale and final placement of the securities by financial intermediaries may take place during the period of validity of the Tripartite Base Prospectus pursuant to § 9 of the German Securities Prospectus Act (<i>Wertpapierprospektgesetz</i>, "WpPG").</p> <p>In the event of an offer by a financial intermediary, the terms and conditions of the offer must be provided to investors at the time of the offer by the financial intermediary.</p>
Section B – Issuer and any guarantors	
B.1	<p>The legal and commercial name of the issuer.</p> <p>The legal and commercial name of the Issuer is Citigroup Global Markets Deutschland AG.</p>
B.2	<p>The domicile and legal form of the issuer, the legislation under which the issuer operates and its country of incorporation.</p> <p>Domicile Frankfurt am Main; the address of Citigroup Global Markets Deutschland AG is Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (telephone +49 (0)69-1366-0).</p> <p>Legal form and jurisdiction The Issuer is a stock corporation (<i>Aktiengesellschaft</i>, "AG") under German law.</p>

		Place of registration The Issuer is entered in the commercial register of the Frankfurt am Main Local Court under the number HRB 88301.
B.4b	A description of any known trends affecting the issuer and the industries in which it operates.	<p>The Bank expects world economic growth in 2013 to increase slightly from 2.5 per cent to 2.6 per cent. In 2014 growth should increase to 3.2 per cent. The slowdown in worldwide economic growth was principally due to the slowdown of growth in the industrialized countries. The Bank expects moderate growth of 1.0 per cent for industrialized countries in 2013 and a modest increase to 1.6 per cent in 2014.</p> <p>Overall the Bank expects continued significant variations between different regions in the world.</p> <p>The Bank expects a mild recession in the Eurozone (the Bank's growth forecasts are for -0.6 per cent and -0.4 per cent for 2013 and 2014). This is seen to be due to the continuing sovereign debt crisis and the high level of private sector indebtedness in the peripheral European countries. The ECB is expected to continue to act to stabilise markets and to reduce interest rates in the second quarter of 2013 depending on further economic growth in the Eurozone, which could be followed by a forecast final interest rate reduction in the second half of the year. The Bank considers it likely that Southern Europe and Ireland will only gradually reach a common sustainable fiscal path. If the core countries in future are no longer prepared to increase their support for the peripheral states, this could lead to a raft of debt restructurings (with likely longer maturities and interest rate reductions), but probably not before 2015.</p> <p>In the Warrants and Certificates Division, the competition is expected to remain intense among leading issuers. Further regulatory challenges are expected, which have to be integrated into the business in a timely manner.</p> <p>Given the forecasts made by the individual business divisions and a restrictive cost management approach, the Bank is expecting continued overall profits in fiscal years 2013 and 2014.</p>
B.5	If the issuer is part of a group, a description of the group and the issuer's position within the group.	<p>The Issuer is a member of the German subgroup of Citigroup. As a public limited company, it is managed by the executive board. The Issuer is wholly-owned by the German holding company, Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, a limited partnership with registered offices in Frankfurt/Main.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is also a silent partner of the Issuer, having a silent equity interest ("Stille Einlage") totalling EUR 122,710,051.49 as of 30 November 2012. The general partner of Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG is Citigroup Global Markets Finance LLC (USA). The sole limited partner is Citi Overseas Investment Bahamas Inc.</p> <p>All shares of Citigroup Global Markets Finance LLC are held by Citi Overseas Investment Bahamas Inc., the sole shareholder of which is Citibank Overseas Investment Corporation (USA). This company is in turn 100 per cent owned by Citibank, N.A. (USA). Citibank, N.A. (USA) is a 100 per cent owned subsidiary</p>

		of Citicorp (USA), which in turn is a 100 per cent owned subsidiary of Citigroup, Inc. (USA).																																				
B.9	Where a profit forecast or estimate is made, state the figure.	Not applicable; the Issuer has decided not to make any profit forecasts or profit estimates in the Base Prospectus.																																				
B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	The annual financial statements of the Issuer for the financial years from 1 December 2011 to 30 November 2012 and 1 December 2010 to 30 November 2011 were audited by the Issuer's statutory auditor and certified with an unqualified auditor's opinion.																																				
B.12	Selected historical key financial information regarding the issuer, presented for each financial year of the period covered by the historical financial information and any subsequent interim financial period accompanied by comparative data from the same period in the prior financial year, except that the requirement for comparative balance sheet information is satisfied by presenting the year-end balance sheet information. A statement that there has been no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2012 between the prior fiscal year (fiscal year 2011) and fiscal year 2012 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 in million Euro</th> <th>prior fiscal year (30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>9,543</td> <td>8,690</td> </tr> <tr> <td>Business volume</td> <td>11,162</td> <td>10,163</td> </tr> <tr> <td>Equity capital</td> <td>590</td> <td>588</td> </tr> <tr> <td>Loan portfolio</td> <td>5,365</td> <td>5,196</td> </tr> <tr> <td>Number of employees</td> <td>348</td> <td>361</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2011 - 30.11.2012 in million Euro</th> <th>prior fiscal year (01.12.2012 - 30.11.2011) in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>11</td> <td>29</td> </tr> <tr> <td>Commissions from brokerage business</td> <td>111</td> <td>96</td> </tr> <tr> <td>Commissions from securities business</td> <td>18</td> <td>17</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>25</td> <td>60</td> </tr> <tr> <td>General administrative expenses</td> <td>161</td> <td>137</td> </tr> </tbody> </table> <p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>		30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro	Balance sheet total	9,543	8,690	Business volume	11,162	10,163	Equity capital	590	588	Loan portfolio	5,365	5,196	Number of employees	348	361		01.12.2011 - 30.11.2012 in million Euro	prior fiscal year (01.12.2012 - 30.11.2011) in million Euro	Interest income from operations	11	29	Commissions from brokerage business	111	96	Commissions from securities business	18	17	Net income from financial trading operations	25	60	General administrative expenses	161	137
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	material adverse change. A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.	30.11.2012 in million Euro (audited)	prior fiscal year (30.11.2011) in million Euro (audited)	
Subscribed capital				
Share capital		210.6	210.6	
Silent partner capital		122.7	122.7	
Capital reserves		195.8	193.8	
Legal reserves		33.0	33.0	
Other earnings reserves		27.9	27.9	
In addition, as part of incorporating the new rules under the BilMoG pursuant to § 340g of the German Commercial Code (HGB), a new separate item was created ("Fund for general banking risks") in the amount of EUR 9.4m (EUR 6.6m in the previous year).				
The regulatory capital under BIZ consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:				
	30.11.2012 in million Euro	prior fiscal year (30.11.2011) in million Euro		
Equity capital on balance sheet	590.0	588.0		
Less intangible assets	0	-1.2		
Core capital	599.3	594.3		
Supplementary capital	0.0	0.0		
Equity capital	599.3	594.3		
Capital ratios				
Tier one capital in %	33.6	29.3		
Total capital ratio in %	33.6	29.3		
Despite the debt crisis in the Eurozone and the concomitant volatility on the international financial markets, Citigroup Global Markets Deutschland AG was once again able to earn a profit in the recently completed fiscal year.				
Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG				
The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2013 which have been taken from the unaudited interim financial statements 2013 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:				
	31.05.2013 in million Euro	30.11.2012 in million Euro		

		<table border="1"> <tr><td>Balance sheet total</td><td>11,147</td><td>9,543</td></tr> <tr><td>Business volume</td><td>12,628</td><td>11,162</td></tr> <tr><td>Equity capital</td><td>590</td><td>590</td></tr> <tr><td>Loan portfolio</td><td>5,179</td><td>5,365</td></tr> <tr><td>Number of employees on the balance sheet date</td><td>263</td><td>334</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th style="text-align: center;">01.12.2012 - 31.05.2013 in million Euro</th><th style="text-align: center;">01.12.2011 - 31.05.2012 in million Euro</th></tr> </thead> <tbody> <tr><td>Interest income from operations</td><td style="text-align: center;">3</td><td style="text-align: center;">7</td></tr> <tr><td>Commissions from brokerage business</td><td style="text-align: center;">20</td><td style="text-align: center;">33</td></tr> <tr><td>Commissions from securities business</td><td style="text-align: center;">8</td><td style="text-align: center;">9</td></tr> <tr><td>Net income from financial trading operations</td><td style="text-align: center;">29</td><td style="text-align: center;">16</td></tr> <tr><td>General administrative expenses</td><td style="text-align: center;">72</td><td style="text-align: center;">70</td></tr> </tbody> </table>	Balance sheet total	11,147	9,543	Business volume	12,628	11,162	Equity capital	590	590	Loan portfolio	5,179	5,365	Number of employees on the balance sheet date	263	334		01.12.2012 - 31.05.2013 in million Euro	01.12.2011 - 31.05.2012 in million Euro	Interest income from operations	3	7	Commissions from brokerage business	20	33	Commissions from securities business	8	9	Net income from financial trading operations	29	16	General administrative expenses	72	70
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		<p>Statements as regards trend information and financial or trading position</p> <p>The Issuer declares that since the date of the last audited annual financial statements on 30 November 2012 no material adverse change in the prospects of the Issuer has occurred.</p> <p>Furthermore, the Issuer declares that since the date of the last interim financial statements on 31 May 2013 no significant change has occurred in the financial or trading position of the Issuer.</p>																																	
B.13	A description of any recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency.	<p>Significant events that may have a material impact on the assessment of the Issuer's solvency can not be determined at the moment. However, Citigroup Global Markets Deutschland AG is currently subject to an extra-ordinary audit on withholding taxes by the Frankfurt-Hoechst tax authority for the years 2007-2008. In this context the tax authority has expressed its view that Citigroup Global Markets Deutschland AG may not have deducted and paid withholding taxes from dividends received in connection with so called cum-ex transactions for shares held by it in custody for its clients as required. Based on these findings the tax authority is currently of the view that Citigroup Global Markets Deutschland AG is liable for non deducted withholding taxes in the amount of more than Euro 706 million for the years 2007 and 2008. In case the tax authority's view should succeed further tax liability for the years 2009 to 2011 may arise which can not be estimated at the moment.</p> <p>The main starting point for the liability claim of the tax authorities is the question if Citigroup Global Markets Deutschland AG is to be qualified as a German bank</p>																																	

		<p>executing the trade (<i>die den Verkaufsauftrag ausführende Stelle</i>) in the respective years. Furthermore, the method applied to identify the amount of the liability claim is debatable as well as the question if Citigroup Global Markets Deutschland AG can be held liable as principal debtor.</p> <p>Citigroup Global Markets Deutschland AG has obtained legal advice from a reputable tax consultant office as well as from a reputable accounting firm. Based thereon, the management of Citigroup Global Markets Deutschland AG is of the view that the likelihood to win any legal proceedings in this matter exceeds 50 per. cent. On this basis, Citigroup Global Markets Deutschland AG's management has decided to put up a reserve only for expected legal advice and litigation expenses, if any, and has decided that 2 million Euro is an adequate figure in this respect.</p> <p>Furthermore, it should be noted that Citigroup is currently evaluating measures to optimize its organizational structure.</p>
B.14	B.5 plus: If the issuer is dependent upon other entities within the group, this must be clearly stated.	Citigroup Global Markets Finance Corporation as the German holding company owns 100% of the shares of the Issuer. Pursuant to § 17 (2) of the German Stock Corporation Act (<i>Aktiengesetz</i> , "AktG"), it is assumed that a company in which a majority of the shares is held by another company is dependent upon that other company.
B.15	A description of the issuer's principal activities.	The Issuer is engaged in the business of corporate and investment banking and offers companies, governments and institutional investors comprehensive financial solutions in the areas of investment banking, fixed income, foreign exchange, equities and derivatives, and global transaction services; in addition it is a leading issuer of warrants and certificates whose end investors are predominantly retail clients. Since the end of 2012 the Issuer's business line has also included Citi Private Bank – Family Office Coverage Germany and Covered Bond Research.
B.16	To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control.	<p>In addition to the inclusion of the Issuer in the Citigroup Inc. group of companies referred to above, the Issuer is also party to a control and profit and loss transfer agreement with its immediate parent company.</p> <p>Under the terms of the agreement, the Issuer has placed the management of its business under the control of its immediate parent company. Accordingly, the immediate holding company has the right to give instructions to the Issuer.</p> <p>The agreement also requires the Issuer to transfer its entire profit to its immediate parent company. In return, the immediate parent company is required to make up any annual loss of the Issuer arising during the period of the agreement, as provided in detail by § 302 (1) and (3) AktG.</p>

Section C – Securities		
C.1	A description of the type and the class of the securities being offered and/or	<p>Type/form of the Warrants</p> <p>Warrants are derivative financial instruments which may include an option right and which, therefore, may have many characteristics in common with options.</p>

	<p>admitted to trading, including any security identification number.</p>	<p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. The leverage effect of the Warrant operates in both directions – not only to the investor's advantage in the event of the favorable performance of the factors determining the value, but also to the investor's disadvantage in the event of their unfavorable performance. The payment due under a Warrant on exercise or early termination depends on the value of the underlying at the relevant time.</p> <p>The Warrants will be issued in the Finnish book-entry securities system maintained by Euroclear Finland Ltd. No global security and no definitive securities will be issued in respect of the Warrants.</p> <p>Security identification number</p> <p>ISIN: DE000CF703A1</p> <p>Local Code: LONGHOPEA A7 CG</p>
C.2	Currency of the securities issue.	Euro
C.5	A description of any restrictions on the free transferability of the securities.	Each Warrant is transferable in accordance with the laws applying in each case and, where relevant, the respective applicable regulations and procedures of the securities depositary in whose records the transfer is registered.
C.8	A description of the rights attached to the securities including ranking and including limitations to those rights.	<p>Applicable law for the securities</p> <p>The Warrants are subject to German law. The constituting of the Warrants may be governed by the laws of the jurisdiction of the central securities depository.</p> <p>Rights attached to the Warrants</p> <p>Each Warrant grants the holder the right to the cash amount as described in more detail under C.15.</p> <p>Status of the Warrants</p> <p>The Warrants create direct, unsecured and unsubordinated obligations of the Issuer that rank <i>pari passu</i> in relation to one another and in relation to all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of obligations that have priority due to mandatory statutory provisions.</p> <p>Limitations to the rights</p> <p>The Issuer has the right to terminate the Warrants and to amend the terms and conditions pursuant to the provisions specified in the terms and conditions of the Warrants.</p>
C.11	An indication as to whether the securities offered are or will be the object	The Warrants have been admitted to the regulated market of the Nordic Derivatives Exchange (NDX) securities exchange, which is a regulated market within the meaning of Directive 2004/39/EC.

	of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with an indication of the markets in question.	
C.15	A description of how the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>Description of Mini Future Long Warrants</p> <p>Mini Future Long Warrants with knock-out enable investors to participate on a disproportionate (leveraged) basis in the positive performance of the underlying. In return, however, they also participate on a leveraged basis in any negative performance of the underlying and in addition bear the risk that the Mini Future Long Warrant with knock-out may expire worthless or almost worthless immediately (knock-out event) if the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours.</p> <p>In the event of exercise by the investor or following termination by the Issuer, in each case on a valuation date, the cash or termination amount received by the investors on the maturity date is the difference, multiplied by the multiplier, by which the reference price of the underlying determined on the valuation date is higher than the respective strike, converted into the settlement currency.</p> <p>If the observation price of the underlying reaches or falls below the knock-out barrier at any time during the observation period within the observation hours (knock-out time), the investor receives the stop-loss cash amount which is equal to the difference, multiplied by the multiplier, by which the hedge price is higher than the strike, provided that this amount is positive, converted into the settlement currency. The hedge price is a price determined by the Issuer in its reasonable discretion within 120 minutes following the occurrence of the knock-out time as the level of the underlying in line with the market, calculated taking into account the computed proceeds from unwinding the corresponding hedging transactions. For this purpose, the hedge price is at least equal to the lowest price of the underlying determined within 120 minutes following the occurrence of the knock-out time. If the stop-loss cash amount is zero or negative, the Mini Future Long Warrant expires worthless.</p>
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date.	<p>Maturity date: At the latest the tenth common banking day following the exercise date or the termination date, as the case may be, at the registered office of the Issuer and the place of the central securities depositary.</p> <p>Exercise date(s): The last banking day of each month on which the warrant holder meets the exercise prerequisites.</p> <p>Valuation date: In case of an exercise the first exercise date provided that such day is a Banking Day in London and a Trading Day and a day on which the Reference Price of the Underlying is published, or in case of a termination the</p>

		day on which the termination becomes effective.
C.17	A description of the settlement procedure of the derivative securities.	<p>In the case of Warrants which the warrant holders have the right to exercise, the Issuer will transfer any amount payable to the central securities depositary on the payment date upon exercise for the credit of the warrant holders registered with the central securities depositary at the close of business on the preceding banking day at the head office of the central securities depositary.</p> <p>The central securities depositary has given an undertaking to the Issuer to make a corresponding onward transfer.</p>
C.18	A description of how the return on derivative securities takes place.	<p>In the case of Warrants with this type of exercise, in order to exercise the option right the warrant holder must have submitted an effective exercise notice to the exercise agent within the exercise period and transferred the Warrants intended to be exercised to the Issuer, crediting its account with Clearstream Frankfurt or Clearstream Luxembourg, or to Euroclear. If the option right is not exercised effectively within the exercise period and if the cash amount results in a positive value, the option right attaching to the respective Warrant is deemed to be exercised on the valuation date without further preconditions and without the submission of an explicit exercise notice ("Automatic Exercise").</p>
C.19	The exercise price or the final reference price of the underlying.	Reference price on the valuation date: Official Fixing 12:00 London local time
C.20	A description of the type of the underlying and where the information on the underlying can be found.	<p>Type: commodity WKN: 965310 ISIN: XC0009653103 Underlying: Silver Reference market: LBMA (XAGFIX=) Reuters page: XAGFIX= Website: www.lbma.org.uk</p>

Section D – Risks

D.2	<p>Key information on the key risks that are specific to the issuer.</p>	<p>Risk of the cessation or limitation of price-setting by the Issuer</p> <p>If the Issuer were to limit or completely abandon its voluntary intention to set bid and offered prices, there would be a danger, if prices for Warrants were not set by any other party that investors would have to wait for the final maturity of the Warrants or, where early exercise is possible, exercise the option right.</p> <p>Liquidity risk despite control and profit and loss transfer agreement</p> <p>The Issuer would also be unable to meet its obligations arising from the securities despite the control and profit and loss transfer agreement if, in the event that the Issuer generated a net loss, while the immediate parent company would in principle be required to assume that loss, it was unable or unwilling to comply with this contractual obligation as a result of its own liquidity</p>
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	<p>difficulties or overindebtedness.</p> <p>Brokerage of transactions for other Group companies and allocation of work within Citigroup</p> <p>The great majority of the Issuer's commission income consists of transfer pricing income from brokerage transactions with affiliated companies. The Issuer's costs arising from the exchange of services with individual Group companies are reimbursed on the basis of existing agreements using transfer prices. For this purpose, income and expenses, in particular commission income for transactions assisted by the bank in an advisory capacity in the context of its sales activities, are determined and allocated to the relevant areas providing the services. The transactions relate to equity trading, bond issues and corporate finance as well as to the sale of structured products, corporate derivatives and currency management products, and also global relationship banking. This process is coordinated closely across all areas with Citigroup Global Markets Limited, London, in particular, and also with Citibank, N.A., London.</p> <p>If a decision were made within Citigroup to reallocate the relevant activities to other Group companies, the Issuer could lose a material source of income.</p> <p>Risks in the lending business</p> <p>The Issuer's loan portfolio consists mainly of loans to international customers in the industrial and financial services sectors with investment grade credit ratings. Loan defaults have been avoided in recent years thanks to this business policy. The loan portfolio is mainly concentrated on a manageable number of borrower units, as defined by German banking law. If significant individual borrowers in the Issuer's portfolio were unable to meet their obligations, therefore, a substantial increase in loan loss provisions would be conceivable in principle and loan defaults could occur.</p> <p>Interest rate risk</p> <p>Risk-Treasury assesses and controls the Issuer's interest rate risk. The Issuer's exposure to changes in interest rates maybe a mid to long-term risk in holdings in liquid securities if these were not originally covered by hedging transactions like interest rate swap agreements. The same applies to medium and long-term loans granted by the Issuer. A significant risk from interest rate changes could arise where interest rates are not monitored in a timely or sensitive manner, which may produce the concomitant danger that action to cover such interest rate exposure is not taken early enough.</p> <p>Operating risk</p> <p>The Issuer has transferred a number of areas that are significant for the proper management and control of its business activities and the risks associated with them to other companies within and outside Citigroup. In the event that the companies to which these areas have been transferred do not fulfill their contractual obligations or do not do so at the proper time, the ability of the Issuer to meet its own obligations arising from the securities it has issued on the due dates could also be adversely affected.</p> <p>Tax risks</p>
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	<p>The tax decisions issued to the Issuer are regularly subject to subsequent review in the form of an external tax audit or to the resolution of individual issues by the relevant courts. This is normal practice and means that an additional tax demand can be issued by the tax authorities years after the original assessment as a result of a tax audit or a generally applicable decision by a tax court.</p> <p>General business risks</p> <ul style="list-style-type: none"> • Settlement risk <p>The risk that a business transaction is incorrectly processed or that a transaction is executed which is different from the intentions and expectations of the Issuer's management.</p> • Information risk <p>The risk that information, which was generated, received, transmitted or stored within or outside the Issuer's place of business, can no longer be accessed. Furthermore, such information may be of poor quality, or have been wrongly handled or improperly obtained. The information risk also includes risks that are generated by systems and used for processing information.</p> • Reputation risk <p>This represents the Issuer's risk that its relations with its customers could be harmed if its services are poor or transactions are incorrectly executed. This risk also includes the risk of entering into business relations with counterparties, whose business practices do not conform to the standards or business ethics of the Issuer.</p> • Personnel risk <p>The Issuer has a high demand for qualified and specially trained professionals and managers. Personnel risk entails the risk of high staff turnover and the risk that the Issuer will be unable to retain a sufficient staff of qualified personnel, as well as the risk that the Issuer's employees may knowingly or negligently violate established regulations or the firm's business ethics standards.</p> • Legal and regulatory risks <p>The Issuer views legal risks as any and all risks resulting from binding contracts and governing legislation. Regulatory risks result from the legal environment in which the Issuer does business.</p> • Risk of fraud <p>These are both internal and external risks of fraud such as bribery, insider trading and theft of data.</p>
D.6	<p>Key information on the key risks that are specific to the securities. This must</p> <p>General risk factors of Warrants</p> <p>Risk of total loss</p> <p>Warrants represent particularly risky investment instruments. They entail a</p>

	<p>include a risk warning to the effect that investors may lose the value of their entire investment or part of it, as the case may be, and/or, if the investor's liability is not limited to the value of his investment, a statement of that fact, together with a description of the circumstances in which such additional liability arises and the likely financial effect.</p> <p>particularly high risk of losing the capital invested, up to and including a total loss, plus the transaction costs incurred and any borrowing costs.</p> <p>Risk of default by the Issuer of the Warrants</p> <p>In the event of the Issuer becoming insolvent, investors could suffer a loss up to and including a total loss. As bearer securities, Warrants do not fall within the scope of the deposit protection arrangements.</p> <p>Risk arising from above-average fluctuations in the prices of Warrants (leverage effect)</p> <p>One of the significant features of Warrants is the leverage effect: A change in the price of the underlying may result in a disproportionate change in the price of the Warrant. At the same time, Warrants also entail above-average risks of loss.</p> <p>Risk of the absence or non-functioning of a secondary market in the Warrants or restricted availability of the Issuer's electronic trading system</p> <p>Investors should not assume that they will be able to sell a Warrant at a particular time or at a particular price during its term. Investors should assume instead that pricing on the exchange can only take place within the spread of bid and offered prices quoted by the Issuer, if available, and that their buy or sell orders on the exchange will be executed with the Issuer as the direct or indirect counterparty.</p> <p>Risk in connection with the cessation of secondary trading immediately prior to final maturity</p> <p>The Issuer and/or the exchange cease trading in the Warrants shortly before their valuation date. However, the reference price of the underlying on the valuation date and/or the applicable exchange rate, both of which are important for the purpose of determining the cash amount of the Warrants, may still change between the last exchange trading day and the maturity date, which may be to the disadvantage of the investor. There is a particular risk that the price of the underlying may reach, fall below or exceed a barrier for the first time shortly before the reference price on the valuation date is determined and after trading in the secondary market has already finished.</p> <p>Currency risk with respect to the intrinsic value of the Warrants</p> <p>The performance of the investment is subject to a currency risk if the underlying on which the Warrants are based is expressed in a currency other than the currency in which the cash amount is paid out (settlement currency).</p> <p>Risks relating to market disruption events</p> <p>In the event of market disruption events with respect to the underlying, the Issuer has the right to postpone the valuation date for the reference price on exercise. This may result in an additional risk for investors if the underlying performs negatively during the time delay or, where applicable, if the exchange rate for converting the intrinsic value into the settlement currency moves in an unfavourable direction for the investor.</p>
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	<p><u>Product specific risk factors</u></p> <p>Risks relating to other factors affecting value such as money market interest rates, expected dividends and the Issuer's refinancing costs</p> <p>The other factors affecting the price of the Warrants include, <i>inter alia</i>, interest rates on the money market relating to the remaining term, expected income from the Issuer's hedging transactions in or related to the underlying and the level of the Issuer's refinancing costs for entering into those hedging transactions.</p> <p>Even if the price of the underlying rises in the case of a call option or falls in the case of a put option, therefore, the value of the Warrant may decline as a result of the other factors affecting value. Given the limited term of the Warrant, there is no guarantee that the price of the Warrant will recover in sufficient time. The shorter the remaining term, the greater the risk.</p> <p>Risk relating to hedging transactions in the underlying in the case of Warrants with knock-out</p> <p>In the case of Warrants with knock-out, the possibility cannot be excluded that the Issuer's activities in setting up or unwinding hedging positions may reinforce movements in the price of the underlying for the Warrants to such an extent that a knock-out event is triggered and the option rights therefore expire early with no value.</p> <p>Risk from the occurrence of a knock-out event outside the trading hours in the secondary market</p> <p>Investors in principle face the risk that a knock-out event may also occur outside the times when the Warrants are normally traded. This risk is particularly relevant in circumstances where the trading hours for the Warrants differ from the trading hours during which trading in the underlying normally takes place.</p> <p>Risk of total loss prior to maturity due to the occurrence of a knock-out event</p> <p>The term of Turbo Bull Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions is equal to or lower than (bull) the knock-out barrier of the Turbo Warrant within an observation period defined in the terms and conditions.</p> <p>If a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility</p> <p>In the case of these Turbo Warrants, the price of the Warrants during their term is influenced by other factors affecting value in addition to the price of the</p>
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	<p>underlying, including in particular the implied volatility of the underlying. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying is close to the knock-out barrier.</p> <p>Risk of total loss due to jumps in the price of the underlying (gap risk)</p> <p>The risk of jumps in the price of the underlying, for example between the close of trading on the previous day and the start of trading on the following trading day, that could trigger a knock-out event is known as gap risk.</p> <p>Risk of exercise of the Warrants and Issuer's right of termination</p> <p>In the case of Open End Turbo Warrants with knock-out, there is a risk that the term may be ended unexpectedly. The term of the Warrants ends either with the effective exercise of the Warrants by the warrant holder, or with a termination of all the Warrants by the Issuer, or on the occurrence of a knock-out event or an early redemption of the Warrants, if the terms and conditions provide for early redemption of the Warrants.</p> <p>Risk of total loss due to a knock-out event and risk from the Issuer unwinding its hedging position</p> <p>If the Warrants are Open End Turbo Bull Warrants with knock-out, the term of the Warrants ends early at the knock-out time and the option rights expire worthless, in the event that the price of the underlying defined in the terms and conditions reaches or falls below (Bull) the knock-out barrier of the Open End Turbo Warrant within an observation period defined in the terms and conditions. In the case of Open End Turbo Bull Warrants with knock-out, if a knock-out event occurs, investors will suffer a loss equal to the difference between the capital invested (plus transaction costs) and the stop-loss cash amount payable by the Issuer on the occurrence of the knock-out event. The stop-loss cash amount is determined by the Issuer taking into account a hedge price also calculated by the Issuer. Since the hedge price of the underlying may also be considerably lower than (bull) the knock-out barrier, the warrant holder bears the risk arising from the unwinding of the hedging position by the Issuer.</p> <p>In the most unfavorable case, the stop-loss cash amount may be equal to zero and the warrant holder will suffer a total loss of the capital invested.</p> <p>Price risk in connection with rising implied volatility for Turbo stop-loss Warrants with gap risk</p> <p>If the strike and the knock-out barrier for Turbo stop-loss Warrants with gap risk are close to each other and if the price of the underlying in such cases moves towards the knock-out barrier and approaches it, then the increased risk of an early knock-out event becomes a separate quantifiable component of the option price for the first time. The measure for the quantification of these components of the option price is the implied volatility. From the point of view of the investor, an increase in the implied volatility of the underlying represents a price risk if the price of the underlying, the strike and the knock-out barrier in each case are close to each other.</p> <p>Risk relating to adjustments of the strike and of the knock-out barrier</p>
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		<p>In the case of Open End Turbo Bull Warrants with knock-out, the strike and the knock-out barrier of the Warrants are subject to ongoing adjustment. In order to reflect the financing costs incurred by the Issuer in connection with the hedging transactions entered into for the Warrants, the strike of the Warrants is changed by an adjustment amount on a daily basis. Investors should note that the adjustment rate for adjusting the features of the Warrants specified by the Issuer using its reasonable discretion when determining the interest rate correction factor may differ significantly in certain financing level adjustment periods, if the prevailing market conditions so require, from the adjustment rate determined for the first financing level adjustment period.</p> <p>In addition, the relevant knock-out barrier for the respective following financing level adjustment period is adjusted by the Issuer in its reasonable discretion on an adjustment date pursuant to the terms and conditions of the Warrants. Investors should therefore not assume that the knock-out barrier will always remain at roughly the same distance from the strike during the term of the Warrants.</p> <p><u>Underlying specific risk factors</u></p> <p>Risk in connection with commodities as the underlying</p> <p>The price risks attaching to commodities are frequently complex. The factors affecting the prices of commodities are numerous and complicated. As an illustration, some of the typical factors reflected in commodity prices are listed below.</p> <ul style="list-style-type: none"> • Supply and demand • Direct investment costs, warehousing costs • Liquidity • Weather and natural disasters • Political risks • Taxation
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Section E – Offer

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks.	Not applicable; the reasons for the offer are making profit and/or hedging certain risks and the net proceeds from the issuance of Warrants presented in this base prospectus will be used by the Issuer for its general business purposes.
E.3	A description of the terms and conditions of the offer.	<p>Offer method, offeror and issue date of the Warrants</p> <p>The Warrants are being offered over-the-counter on a continuous basis.</p> <p>The offer of the Warrants begins in Finland on 29/04/2014.</p> <p>The offeror of the Warrants is the Issuer.</p> <p>The issue date is: 29/04/2014</p> <p>Restrictions on the free transferability of the securities</p>

		<p>The Warrants may be offered or sold only if all applicable securities laws and regulations in force in the jurisdiction in which a purchase, offer, sale or delivery of Warrants is made or in which this document is circulated or kept for inspection have been complied with, and if all consents or authorizations required for the purchase, offer, sale or delivery of the Warrants in accordance with the legal norms in force in that jurisdiction have been obtained.</p> <p>In particular, the Warrants are not and will not be registered pursuant to the United States Securities Act of 1933 as amended. They may not be offered, sold, traded or delivered within the United States either directly or indirectly by or to or for the account of a US person (as defined in Regulation S pursuant to the United States Securities Act of 1933), except in the case of exemption from the registration requirements of the Securities Act. Any person receiving the cash amount in accordance with these terms and conditions is deemed to have made a declaration that the person entitled to the rights arising from the Warrants is not a US person.</p> <p>Issue price and costs and taxes on purchase</p> <p>The initial issue price is EUR 8.79.</p> <p>The purchase of the Warrants incurs no costs or taxes that are specifically charged by the Issuer to the subscriber or purchaser.</p>
E.4	A description of any interest that is material to the issue/offer including conflicting interests.	<p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it generally act as the calculation agent for the Warrants. This activity can lead to conflicts of interest since the responsibilities of the calculation agent include making certain determinations and decisions which could have a negative effect on the price of the Warrants or the level of the cash amount.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may engage in trading transactions in the underlying, other instruments linked to it, or derivatives, stock exchange options or stock exchange forward contracts, or may issue other securities and derivatives based on the underlying. The companies may also be involved in the acquisition of new shares or other securities of the underlying or, in the case of stock indices, of individual companies included in the index, or act as financial advisors to the entities referred to or work with them in the commercial banking business. The companies are required to fulfill their obligations arising in this connection irrespective of the consequences resulting for the warrant holders and, where necessary, to take actions they consider necessary or appropriate in order to protect themselves or safeguard their interests arising from these business relationships. The activities referred to above could lead to conflicts of interest and have a negative effect on the price of the underlying or securities linked to it such as the Warrants.</p> <p>The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may issue additional derivative securities based on the respective underlying or constituents of the underlying, including securities whose features are the same as or similar to those of the Warrants. The introduction of such products that compete with the Warrants may impact</p>

		the price of the underlying or the constituents of the underlying and thus also the price of the Warrants. The Issuer, its affiliated companies (if any) or other companies belonging to Citigroup, Inc. or affiliated to it may receive non-public information relating to the underlying or the constituents of the underlying, but are under no obligation to pass on such information to the warrant holders. Furthermore, companies belonging to Citigroup, Inc. or affiliated to it may publish research reports relating to the underlying or constituents of the underlying. These types of activities may entail certain conflicts of interest and affect the price of the Warrants.
E.7	Estimated expenses charged to the investor by the issuer or the offeror.	The estimated expenses for the Warrants, including the cost for admission to exchange trading, are included in the issue price or the selling price, as the case may be. If the investor purchases the Warrants from a distributor, the purchase price to be paid by the investor may include selling fees that have to be disclosed by the distributor.

ANNEX - SUOMENKIELINEN TIIVISTELMÄ

Jakso A – Johdanto ja varoitukset	
A.1	Tässä Tiivistelmässä esitetään Citigroup Global Markets Deutschland AG:n ("Liikkeeseenlaskija") sekä Kolmiosaisen Perusesitteen puitteissa liikkeeseen laskettujen Warranttien pääpiirteet ja riskit. Tiivistelmä on tarkoitettu johdannoksi Kolmiosaiseen perusesitteeseen, joka koostuu tästä Tiivistelmästä, Citigroup Global Markets Deutschland AG:n 3.5.2013 päivätystä rekisteröintilomakkeesta liitteinne sekä Citigroup Global Markets Deutschland AG:n 13.5.2013 päivätystä arvopaperiliitteestä (Securities Note). Sijoittajan tulisi tästä syystä varmistua siitä, että kaikki Warrantteja koskevat sijoituspäätökset perustuvat koko Esitteen (Prospectus) perehtymiseen, mukaan lukien liitteet ja Lopulliset Ehdot. Jos oikeudessa esitetään perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen sisältämiin tietoihin liittyviä vaatimuksia, kantajana toimiva sijoittaja saattaa yksittäisen Euroopan Talousalueen jäsenvaltion säännösten johdosta joutua ennen oikeudenkäynnin alkamista kustantamaan perusesitteen, liitteiden ja asianomaisten Lopullisten Ehtojen käänämisen tuomioistuimen kielelle. Liikkeeseenlaskija voidaan asettaa vastuuseen tämän Tiivistelmän sisällöstä, mukaan lukien siitä laaditut käänökset, ainoastaan, jos Tiivistelmä on harhaanjohtava, epätäsmällinen tai epäjohdonmukainen luettessa sitä yhdessä Esitteen muiden osien kanssa tai ellei Tiivistelmä luettessa sitä yhdessä Kolmiosaisen Perusesitteen muiden osien kanssa ilmaise vaadittuja avaintietoja.
A.2	Esitteen käyttämistä koskeva suostumus. Muiden kuin Esitedirektiivin artiklan 3 (2) mukaan esitevelvollisuuden ulkopuolelle jäävien tarjousten suhteen Liikkeeseenlaskija antaa kaikille välittäjille suostumuksen (yleinen suostumus) käyttää Esitettä (Prospectus) tarjouksiin Suomessa ("Tarjousvaltio"). Yleinen suostumus arvopapereiden jälleenmyyntiin ja luovuttamiseen sijoittajille myönnetään välittäjille Suomessa. Välittäjät jälleenmyyvät arvopaperit ja jakavat ne sijoittajille Kolmiosaisen Perusesitteen voimassaoloaikana Saksan Arvopaperiesitelain (<i>Wertpapierprospektgesetz</i> , "WpPG") § 9:n mukaisesti. Mikäli sijoitusmahdollisuutta koskevan tarjouksen tekee välittäjä, tarjouksen ehdot tulee antaa sijoittajalle samanaikaisesti tarjouksen tekemisen kanssa.
Jakso B – Liikkeeseenlaskija ja takaaja	

B.1	Liikkeeseenlaskijan virallinen nimi ja muu liiketoiminnassa käytetty toiminimi.	Liikkeeseenlaskijan oikeudellinen ja kaupallisissa yhteysissä käytetty nimi on Citigroup Global Markets Deutschland AG.
B.2	Liikkeeseenlaskijan asuinpaikka ja oikeudellinen muoto, liikkeeseenlaskijaan sovellettava laki ja liikkeeseenlaskijan perustamismaa.	<p>Kotipaikka</p> <p>Frankfurt am Main; Citigroup Global Markets AG:n osoite on Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main, Federal Republic of Germany (puhelin +49 (0)69-1366-0).</p> <p>Oikeudellinen muoto ja sovellettava laki</p> <p>Liikkeeseenlaskija on Saksan lain mukainen osakeyhtiö (<i>Aktiengesellschaft</i>, "AG").</p> <p>Rekisteröintipaikka</p> <p>Liikkeeseenlaskija on rekisteröity Frankfurt am Mainin yleisen tuomioistuimen ylläpitämään kaupparekisteriin numerolla HRB 88301.</p>
B.4b	Kuvaus mahdollisista tiedossa olevista suuntauksista, jotka vaikuttavat liikkeeseenlaskijaan ja sen toimialaan.	<p>Pankki odottaa maailman talouskasvun nousevan vuonna 2013 2,5 prosentista loivasti 2,6 prosenttiin. Vuonna 2014 kasvun ennustetaan kiihtyväksi 3,2 prosenttiin. Maailmanlaajuisen talouskasvun hidastuminen johtui pääasiassa kasvun hidastumisesta teollistuneissa valtioissa. Pankki odottaa teollistuneissa maissa vuonna 2013 kohtuullista 1,0 prosentin kasvua, jonka ennakkoidaan kiihtyväksi vaativammaksi 1,6 prosenttiin vuonna 2014.</p> <p>Yleisesti ottaen Pankki uskoo, että kasvuvauhdin alueelliset erot maailmassa pysyvät huomattavina.</p> <p>Pankki ennakoi Euroalueelle lievään taantumaa (Pakin kasvuennusteet vuosille 2013 ja 2014 ovat -0,6 prosenttia ja -0,4 prosenttia). Tämän katsotaan johtuvan valtionvelkoihin liittyvästä kriisistä sekä yksityissektorin korkeasta velkaantumisasteesta Euroopan reuna-alueilla. Euroalueen tulevasta talouskasvusta riippuen EKP:n odotetaan vuoden 2013 toisella neljänneksellä jatkavan toimiaan markkinoiden vakauttamiseksi ja korkojen alentamiseksi, jolloin viimeiseksi ennustettu koronlasku voisi tapahtua vuoden toisella puoliskolla. Pankki pitää todennäköisenä, että Etelä-Euroopan ja Irlannin taloudet tulevat pääsemään kestävälle taloudelliselle uralle vain vähitellen. Jos ydinvaltioilla ei enää tulevaisuudessa ole valmiuksia lisätä tukeaan reuna-alueen valtioille, tämä voi johtaa lukuisiin velkajärjestelyihin (joissa velkojen maturiteetteja pidennetään ja korkoja leikataan), joskaan ei todennäköisesti ennen vuotta 2015.</p> <p>Warrantit ja Sertifikaatit -yksikössä ennakkoidaan, että johtavien liikkeeseenlaskijoiden välinen kilpailu pysyy kireänä. Tulevaisuudelta odotetaan myös lisää sääntelyyn liittyviä haasteita. Tällöin liiketoimintaa tulee mukauttaa sääntelyn edellyttämällä tavalla ja aikataulussa.</p> <p>Olettaen, että yksittäisten liiketoimintayksiköiden laatimat ennusteet toteutuvat ja Pankki noudattaa kustannusten rajoittamiseen pyrkivää toimintamallia, Pankki odottaa tuottavansa voittoa edelleen vuosina 2013 ja 2014.</p>

B.5	Jos liikkeeseenlaskija kuuluu konserniin, on esitettävä pääpiirteittäinen kuvaus konsernistä ja liikkeeseenlaskijan asemasta siinä.	<p>Liikkeeseenlaskija kuuluu Citigroupin saksalaiseen alakonserniin. Liikkeeseenlaskija on julkinen osakeyhtiö, jota johtaa johtokunta (executive board). Liikkeeseenlaskijan omistaa kokonaisuudessaan saksalainen holding-yhtiö Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG, kommandiittiyhtiö, jonka rekisteröity toimipaikka on Frankfurt/Mainissa.</p> <p>Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG on myös Liikkeeseenlaskijan äinetön yhtiömies, jonka äinetön pääomapanos ("Stille Einlage") oli 30.11.2012 yhteensä 122.710.051,49 euroa. Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n vastuunalainen yhtiömies on Citigroup Global Markets Finance LLC (USA). Citigroup Global Markets Finance Corporation & Co. beschränkt haftende KG:n ainoa äinetön yhtiömies on Citi Overseas Investment Bahamas Inc.</p> <p>Kaikki Citigroup Global Markets Finance LLC:n osakkeet omistaa Citi Overseas Investment Bahamas Inc., jonka ainoa osakkeenomistaja on Citibank Overseas Investment Corporation (USA). Viimeksi mainitun yhtiön omistaa puolestaan 100-prosenttisesti Citibank, N.A. (USA).) Citibank, N.A. (USA):n omistaa 100-prosenttisesti Citicorp (USA), jonka omistaa 100-prosenttisesti Citigroup, Inc. (USA).</p>									
B.9	Jos laaditaan tulosenヌste tai -arvio, on ilmoitettava luvut.	Ei sovella; Liikkeeseenlaskija on päättänyt olla antamatta tulosenヌsteita tai -arvioita tässä Perusesitteessä.									
B.10	Kuvaus historiallisia taloudellisia tietoja koskevassa tilintarkastuskertomuksessa mahdollisesti esitettyjen muistutusten luonteesta.	Liikkeeseenlaskijan virallinen tilintarkastaja on tilintarkastanut Liikkeeseenlaskijan tilinpäätökset tilikausilta 1.12.2011–30.11.2012 ja 1.12.2010–30.4.2011 ja antanut niistä tilintarkastuskertomukset, jotka eivät sisällä varaumia.									
B.12	Liikkeeseenlaskijaa koskevat valikoidut historialliset keskeiset taloudelliset tiedot on esitettävä jokaiselta tilikaudelta, joka kuuluu historiallisten taloudellisten tietojen kattamalle jaksolle, ja seuraavalta osavuosikaudelta. Lisäksi on esitettävä vastaavaa jaksoa edeltävällä tilikaudella koskevat	<p>Citigroup Global Markets Deutschland AG:n keskeiset vuosittaiset taloudelliset tiedot</p> <p>Alla olevassa taulukossa esitetään tiettyjä, tilivuoden 2012 tilinpäätöksestä otettuja olennaisia taloudellisia lukuja koskeva, tilivuoden 2012 ja sitä edeltävän tilikauden 2011 välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:</p> <table border="1"> <thead> <tr> <th></th> <th>30.11.2012 miljoonaa euroa</th> <th>edellinen tilikausi (30.11.2011) miljoonaa euroa</th> </tr> </thead> <tbody> <tr> <td>Taseen loppusumma yht.</td> <td>9.543</td> <td>8.690</td> </tr> <tr> <td>Liikevaihto</td> <td>11.162</td> <td>10.163</td> </tr> </tbody> </table>		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	Taseen loppusumma yht.	9.543	8.690	Liikevaihto	11.162	10.163
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Taseen loppusumma yht.	9.543	8.690									
Liikevaihto	11.162	10.163									

	<p>vertailevat tiedot. Vertailevia tasetietoja ei kuitenkaan tarvitse esittää, vaan tämä vaatimus täytyy, kun esitetään tilikauden lopun tasetiedot.</p> <p>Lausunto, jonka mukaan liikkeeseenlaskijan kehitysnäkymissä ei ole tapahtunut merkittäviä kielteisiä muutoksia viimeisen tarkastetun tilinpäätöksen julkistamispäivän jälkeen, tai kuvaus mahdollisista merkittävistä kielteisistä muutoksista.</p> <p>Kuvaus historiallisten taloudellisten tietojen kattaman jakson jälkeen tapahtuneista merkittävistä muutoksista liikkeeseenlaskijan taloudellisessa asemassa tai kaupankäyntipositiossa.</p>	<table border="1"> <tr> <td>Oma pääoma</td><td>590</td><td>588</td></tr> <tr> <td>Luottosalaku</td><td>5.365</td><td>5.196</td></tr> <tr> <td>Työntekijämäärä</td><td>348</td><td>361</td></tr> </table> <table border="1"> <thead> <tr> <th></th><th>01.12.2011 - 30.11.2012 miljoonaa euroa</th><th>edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa</th></tr> </thead> <tbody> <tr> <td>Toiminnan korkotuotot</td><td>11</td><td>29</td></tr> <tr> <td>Palkkiot välitysliiketoiminnasta</td><td>111</td><td>96</td></tr> <tr> <td>Palkkiot arvopaperiliiketoiminnasta</td><td>18</td><td>17</td></tr> <tr> <td>Nettotuotot kaupankäyntitoiminnasta</td><td>25</td><td>60</td></tr> <tr> <td>Yleiset hallintokulut</td><td>161</td><td>137</td></tr> </tbody> </table>	Oma pääoma	590	588	Luottosalaku	5.365	5.196	Työntekijämäärä	348	361		01.12.2011 - 30.11.2012 miljoonaa euroa	edellinen tilikausi (1.12.2010-30.11.2011) miljoonaa euroa	Toiminnan korkotuotot	11	29	Palkkiot välitysliiketoiminnasta	111	96	Palkkiot arvopaperiliiketoiminnasta	18	17	Nettotuotot kaupankäyntitoiminnasta	25	60	Yleiset hallintokulut	161	137
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<p>Pantaessa täytäntöön Saksan laskentalainsäädännön uudistamista koskevan lakiin (BilMoG) perustuvia uusia säännöksiä Saksan yhtiölain (HGB) § 340g:n mukaisesti luotiin uusi tase-erä (“Rahasto pankkitoiminnan yleisten riskien varalle”), joka oli 9,4 miljoonaa euroa (6,6 miljoonaa euroa edellisenä vuonna).</p> <p>Kansainvälisen Järjestelyparkin BIS:n sääntelyssä tarkoitettut omat varat koostuvat rajoituksettomista omista varoista (core capital) ja rajoituksenalaisista omista varoista (supplemental capital) (etuoikeudeltaanhuonommat velat) soveltuvan hyväksymismenettelyn tuloksena seuraavasti:</p>																													

		30.11.2012 miljoonaa euroa	edellinen tilikausi (30.11.2011) miljoonaa euroa	
Taseen mukainen oma pääoma	590,0	588,0		
Vähennettävät aineettomat hyödykkeet	0	-1,2		
Rajoituksettomat omat varat	599,3	594,3		
Rajoituksenalaiset omat varat	0,0	0,0		
Omat varat	599,3	594,3		
Vakavaraisuussuhdeluvut				
Ensisijaiset omat varat %	33,6	29,3		
Kaikki omat varat %	33,6	29,3		

Huolimatta Euroalueen kriisistä sekä siihen liittyvästä epävakaudesta kansainvälisillä rahoitusmarkkinoilla Citigroup Global Markets Deutschland AG pystyi viimeksi päättynellä tilikaudella tekemään jälleen kerran voittoa.

Citigroup Global Markets Deutschland AG:n keskeiset puolivuosittaiset taloudelliset tiedot

Alla olevassa taulukossa esitetään tiettyjen, vuoden 2013 tarkastamattomista välitilinpäätöksistä otettujen, tilikauden 2013 ensimmäisen puolen vuoden olennaisten taloudellisten tilastojen sekä edellisen tilivuoden ja/tai edellisen vuoden lukujen välinen vertailu, joka ilmentää Citigroup Global Markets Deutschland AG:n liiketoiminnan kehitymistä:

	30.5.2013 miljoonaa euroa	30.11.2012 miljoonaa euroa
Taseen loppusumma yht.	11.147	9.543
Liikevaihto	12.628	11.162
Oma pääoma	590	590
Luottosalkku	5.179	5.365
Työntekijämäärä taseen päiväyskenä	263	334

	1.12.2012 -	1.12.2011 -
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		31.5.2013 miljoonaa euroa	31.5.2012 miljoonaa euroa	
Toiminnan korkotuotot	3	7		
Palkkiot välitysliiketoiminnasta	20	33		
Palkkiot arvopaperiliiketoiminnasta	8	9		
Nettotuotot kaupankäyntitoiminnasta	29	16		
Yleiset hallintokulut	72	70		

Trenditietojen ja varallisuustilan tai liiketoiminnan tilan tiedot

Liikkeeseenlaskija ilmoittaa, ettei sen näkymissä ole tapahtunut olennaista haitallista muutosta edellisen tilikauden päättymispäivän (30.11.2012) jälkeen.

Lisäksi liikkeeseenlaskija ilmoittaa, ettei sen taloudellisessa asemassa tai kaupankäyntitarkoituksessa tehdyyssä sijoituksissa ole tapahtunut merkittävää muutosta edellisen välitilinpäätöksen päiväysken (31.5.2013) jälkeen.

| B.13 | Kuvaus liikkeeseenlaskijaan liittyvistä viimeaikaisista tapahtumista, jotka ovat ratkaisevia arvioitaessa liikkeeseenlaskijan maksukykyä. | Tällä hetkellä ei voida määritellä mitään merkittäviä tapahtumia, joilla olisi huomattava vaikutus arvioon Liikkeeseenlaskijan maksukyvystä. Tällä hetkellä Frankfurt-Hoechstn veroviranomainen suorittaa kuitenkin Citigroup Global Markets Deutschland AG:lle vuosien 2007-2008 ennakonpidätyksiin kohdistuvan erikoistilintarkastuksen. Tässä yhteydessä veroviranomainen on ilmaissut kantanaan, että Citigroup Global Market Deutschland AG on saattanut jättää pidättämättä ja maksamatta ennakonpidätyksiä osingoista, joita se on saanut niin kutsuttujen cum-ex-liiketoimien yhteydessä asiakkattensa puolesta hallussaan pitämistään osakkeista. Tämän perusteella veroviranomainen on tällä hetkellä sitä mieltä, että Citigroup Global Markets Deutschland AG on vastuussa pidättämättömistä ennakonpidätyksistä yli 706 miljoonan euron edestä vuosille 2007 ja 2008. Jos veroviranomaisen kanta vahvistetaan, saattaa vuosille 2009 - 2011 muodostua lisää verovelkaa, jonka suuruutta ei tällä hetkellä kyötä arvioimaan. Veroviranomaisten velkasytteen päälähtökohtana on kysymys, onko Citigroup Global Markets Deutschland AG katsottava saksalaiseksi myyntitoimintaan suorittavaksi pankiksi (*die den Verkaufsauftrag ausführende Stelle*) vastaavina vuosina. Lisäksi velkasytteen määärän selvittämiseen käytetty menetelmä on kyseenalainen samoin kuin se, voidaanko Citigroup Global Markets Deutschland AG:tä pitää vastuullisena päävelallisena. Citigroup Global Markets Deutschland on saanut lakineuvontaa hyvämaineiselta veroasiantuntijayritykseltä sekä hyvämaineiselta kirjanpitoyritykseltä. Näiden perusteella Citigroup Global Markets Deutschland AG:n johtajisto on sitä mieltä, että todennäköisyys tämän asian voittamiseen oikeudenkäynnissä on yli 50 prosenttia. Tältä pohjalta Citigroup Global Markets Deutschland AG:n johtajisto on päättänyt muodostaa reservin ainoastaan odotettavissa olevia lakineuvonta- ja | |

		<p>oikeudenkäyntikustannuksia varten, mikäli sellaisia on tulossa, ja on päätänyt, että 2 miljoonaa euroa on tähän sopiva summa.</p> <p>Lisäksi tulee huomata, että Citigroup on tällä hetkellä selvittämässä mahdollisuksia organisaatorakenteensa optimointiin.</p>
B.14	B.5 sekä Jos liikkeeseenlaskija on riippuvainen muista konserniin kuuluvista yksiköistä, tämä on mainittava selkeästi.	Citigroup Global Markets Finance Corporation saksalaisen holding-yhtiön ominaisuudessa omistaa 100 prosenttia Liikkeeseenlaskijan osakkeista. Saksan osakeyhtiölain (<i>Aktiengesetz</i> , "AktG") § 17 (2):n mukaan yhtiön, jonka osakkeista toinen yhtiö omistaa enemmistön, katsotaan olevan riippuvainen tästä toisesta yhtiöstä.
B.15	Kuvaus liikkeeseenlaskijan päätoimialoista.	Liikkeeseenlaskija harjoittaa liiketoimintanaan yritys- ja investointipankkitoimintaa. Liikkeeseenlaskija tarjoaa yrityksille, valtioille ja instituutiosijoittajille kattavia rahoituskellisia ratkaisuja, jotka voivat liittyä investointipankkitoimintaan, korkomarkkinoihin, valuuttoihin, osakkeisiin ja johdannaisiin sekä maailmanlaajuisesti tarjottaviin transaktiopalveluihin; lisäksi Liikkeeseenlaskija on johtava liikkeeseenlaskija sellaisissa warranteissa ja sertifikaateissa, joiden loppusijoittajista pääosa on vähittäissijoittaja. Vuoden 2012 lopusta alkaen Liikkeeseenlaskijan liiketoimintaan ovat kuuluneet myös Citi Private Bank – Saksan Family Office -toiminnot sekä vakuudellisten joukkovelkakirjalainojen tutkimus.
B.16	Liikkeeseenlaskijan on ilmoitettava, jos se on asiasta tietoinen, onko liikkeeseenlaskija suoraan tai välillisesti jonkin omistuksessa tai määräysvallassa ja mikä tämä taho on sekä kuvailtava määräysvallan luonnetta.	<p>Sen lisäksi, että Liikkeeseenlaskija yllä mainituin tavoin kuuluu Citigroup Inc:n muodostamaan konserniin, Liikkeeseenlaskija on myös osapuolena määräysvaltaa sekä tuoton- ja tappionjakoa koskevassa sopimuksessa sen välittömän emoyhtiön kanssa.</p> <p>Kyseisen sopimuksen ehtojen mukaisesti Liikkeeseenlaskija on alistanut liiketoimintansa johdon sen välittömän emoyhtiön määräysvaltaan. Näin ollen välittömällä holding-yhtiöllä on oikeus antaa määräyksiä Liikkeeseenlaskijalle.</p> <p>Sopimus edellyttää Liikkeeseenlaskijaa myös siirtämään koko voittonsa välittömälle emoyhtiölle. Vastineeksi välittömällä emoyhtiöllä on Saksan osakeyhtiölain (AktG) § 302 (1):n ja (3):n mukaisesti velvollisuus korvata Liikkeeseenlaskijalle kaikki vuotuiset tappiot, joita Liikkeeseenlaskija mahdollisesti tekee sopimuksen voimassaoloikana.</p>

Jakso C – Arvopaperit

C.1	Kuvaus tarjottavien ja/tai kaupankäynnin kohteeksi otettavien arvopapereiden tyypistä ja lajista, mukaan lukien mahdollinen tunniste (security identification number).	Warranttien typpi/muoto Warrantit ovat rahoitusjohdannaisia, jotka voivat sisältää optio-oikeuden ja joilla on siksi monia yhteisiä piirteitä optio-oikeuksien kanssa. Yksi Warranttien keskeisistä ominaispiirteistä on vipuvaikutus: kohde-etuuden arvonmuutos voi suhteellomasti muuttaa Warrantin arvoa. Vipuvaikutus toimii molempien suuntiin – ei ainoastaan sijoittajan edaksi, kun arvon määräväät tekijät kehittyvät suotuisasti, vaan myös sijoittajan vahingoksi, kun samat tekijät kehittyvät epäedullisesti. Warrantti liittyyvä suoritukseen määrä toteutuksen tai ennenaikaisen eräännystämisen yhteydessä riippuu kohde-etuuden arvosta kyseisenä ajankohtana.
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		<p>Warrantit tullaan laskemaan liikkeeseen suomalaisessa arvoosuuusjärjestelmässä, jota ylläpitää Euroclear Finland Ltd. Warranteista ei anneta globaaleja tai fyysisiä arvopapereita.</p> <p>Arvopapereiden tunnistenumero</p> <p>ISIN: DE000CF703A1</p> <p><i>Muu tunniste:</i> LONGHOPEA A7 CG</p>
C.2	Arvopapereiden liikkeeseenlaskun valuutta.	Euro
C.5	Kuvaus mahdollisista arvopapereiden vapaata luovutettavuutta koskevista rajoituksista.	Kukin Warrantti on siirrettäväissä siihen sovellettavan lain mukaisesti sekä soveltuvin osin sen arvopaperisäilyttäjän säännösten ja menettelytapojen mukaisesti, jonka rekisteriin siirto merkitään.
C.8	Kuvaus arvopapereihin liittyvistä oikeuksista mukaan lukien etuoikeusjärjestys ja kyseisille oikeuksille asetetut rajoitukset.	<p>Arvopapereihin sovellettava laki:</p> <p>Warrantteihin sovelletaan Saksan lakia. Warranttien muodostamiseen saatetaan soveltaa arvopaperisäilytyskeskuksen kotipaikan lakia.</p> <p>Warrantteihin liittyvät oikeudet</p> <p>Kukin Warrantti oikeuttaa haltijansa kohdassa C.15 yksityiskohtaisesti kuvattuun käteissuoritukseen.</p> <p>Warranttien asema etuoikeusjärjestyksessä</p> <p>Liikkeeseenlaskijalle Warranteista syntyvät velvoitteet ovat välittömiä, vakuudettomia ja takasijaistamattomia, ja ne ovat maksunsaantijärjestyksessä samalla sijalla (<i>pari passu</i>) kuin kaikki muut Liikkeeseenlaskijan nykyiset ja tulevat vakuudettomat ja takasijaistamattomat velvoitteet, lukuun ottamatta velvoitteita, jotka ovat maksunsaantijärjestyksessä etusijaisia pakottavan lainsäädännön nojalla.</p> <p>Oikeuksien rajoittaminen</p> <p>Liikkeeseenlaskijalla on Warranttien ehdoissa esitetyin tavoin oikeus päättää Warranttien voimassaolo ja muuttaa niiden ehtoja.</p>
C.11	Selvitys siitä, onko tarjotuista arvopapereista tehty tai aiotaanko niistä tehdä kaupankäynnin kohteeksi ottamista koskeva hakemus niiden jakelemiseksi säännellyillä tai muilla vastaavilla markkinoilla, ja tiedot	Warrantit on hyväksytty säännellylle Nordic Derivatives Exchange (NDX) markkinalle arvopaperipörssissä, joka on Direktiivissä 2004/39/EY tarkoitettu säänneltymarkkina.

	kyseisistä markkinoista.	
C.15	Kuvaus siitä, kuinka kohde-etuuden (kohde-etuksien) arvo vaikuttaa sijoituksen arvoon, ellei arvopapereiden nimellisarvo ole vähintään 100 000 euroa.	<p>Kuvaus Mini Future Long Warranteista</p> <p>Mini Future Long Warrantit antavat sijoittajalle mahdollisuuden saavuttaa (vivutetusti) epäsuhtaisen suurta hyötyä kohde-etuuden positiivisesta arvonkehityksestä.</p> <p>Vastaavasti sijoittajat kuitenkin osallistuvat vivutetusti myös kohde-etuuden negatiiviseen arvonkehitykseen sekä kantavat lisäksi riskin siitä, että knock-out-ominaisuuden sisältävä Mini Future Long Warrantti voi erääntyä arvottomana tai lähes arvottomana välittömästi (ns. knock-out-tapahtuma), jos kohde-etuuden hinta saavuttaa knock-out-tason tai laskee sen alapuolelle milloinkaan tarkastelukauden aikana arkastelutuntien kuluessa.</p> <p>Jos jonakin arvostuspäivänä sijoittaja toteuttaa Warrantin tai Liikkeeseenlaskija päättää sen voimassaolon, sijoittajalle maksetaan eräpäivänä käteissuoritus, jonka määrä lasketaan vähentämällä kohde-etuuden arvostuspäivänä määritellystä viitehinnasta selvitysvaluutaksi muunnettua toteutushinta ja kertomalla erotus soveltuvalla kertoimella.</p> <p>Jos kohde-etuuden tarkasteluhinta saavuttaa tai alittaa knock-out-tason milloinkaan tarkastelukauden aikana tarkastelutuntien kuluessa (knock-out-ajankohta), sijoittaja saa stop-loss-käteissuorituksen, jonka määrä lasketaan vähentämällä stop-loss-ehdolla suojurusta hinnasta toteutushinta ja kertomalla erotus soveltuvalla kertoimella, edellyttäen, että kyseinen erotus on positiivinen muunnettuna selvitysvaluutaksi. Liikkeeseenlaskija päättää suojaussella turvatun hinnan 120 minuutin kuluessa sitä kun knock-out-aika alkoi käyttäen perusteena kohde-etuuden markkinahintaa, jonka laskennassa on otettu huomioon suojatransaktioiden purkamisen arvioidut tuotot. Suojattu hinta on täten vähintään alin sellainen hinta, joka kohde-etuudella on 120 minuutin kuluessa knock-out-ajan alkamisesta. Jos stop-loss-käteissuorituksen määrä on nolla tai negatiivinen, knock-out-ominaisuuden sisältävä Mini Future Long Warrantti erääntyy arvottomana.</p>
C.16	Johdannaisarvopapereiden päättymispäivä tai eräpäivä – toteutuspäivä tai viimeinen arvostuspäivä.	<p>Erääntymispäivä: Viimeistään viides toteutus- tai purkipäivän jälkeinen pankkipäivä Liikkeeseenlaskijan rekisteröidyssä toimipaikassa ja arvopaperisäilytyskeskuksen sijaintipaikassa.</p> <p>Toteutuspäivä(t): Kunkin sellaisen kuukauden viimeinen pankkipäivä, jona warrantin toteuttamisen ennakkoehdot täyttyvät.</p> <p>Arvostuspäivä: Toteuttamisen yhteydessä Ensimmäinen toteutuspäivä, edellyttäen edellyttäen, että kyseinen päivä on Pankkipäivä (Banking Day) Lontoossa, Kaupankäyntipäivä (Trading Day) sekä päivä, jona Kohde-etuuteen (Underlying) viitehinta julkaistaan, ja purkamisen yhteydessä päivä, jona purku astuu voimaan.</p>
C.17	Kuvaus johdannaisarvopapereiden selvitysmenetelystä.	Jos Warrantit tuottavat haltijoilleen oikeuden toteuttaa warrantit, Liikkeeseenlaskija maksaa kaikki suoritukset niiden toteutuspäivän jälkeisinä maksupäivinä arvopaperisäilytyskeskukselle sellaisen tahan hyväksi, joka oli arvopaperisäilytyskeskuksessa rekisteröity warrantin haltijaksi, kun arvopaperisäilytyskeskuksen pääkonttorin edellisen

		<p>pankkipäivän toimistoaika päättyi.</p> <p>Arvopaperisäilytyskeskus on antanut Liikkeeseenlaskijalle sitoumuksen siirtää varat vastaavasti edelleen.</p>
C.18	Kuvaus siitä, miten johdannaisarvopapereista saadaan tuottoa.	<p>Jos Warranteilla on nyt valittu toteutustapa, warrantinhaltijan tulee toteuttaakseen optio-oikeuden lähettää toteutusta koskeva sitova ilmoitus toteutusasiamehelle toteutuskauden aikana ja siirtää toteutetuksi halutut Warrantit Liikkeeseenlaskijan Clearstream Frankfurtissa, Clearstream Luxemburgissa tai Euroclearissa olevalle tilille. Jos optio-oikeuksia ei ole toteutettu toteutuskauden aikana ja Warrantin käteissuoritus on arvoltaan positiivinen, Warranttiin liittyvä optio-oikeus katsotaan toteutetuksi arvostuspäivänä ilman enempää ennakkoehtoja tai erityistä ilmoitusta ("Automaattinen Toteutus").</p>
C.19	Kohde-etuuden toteutushinta tai lopullinen arvostushinta.	Viitehintä arvostuspäivänä: Official Fixing 12:00 London local time
C.20	Kuvaus kohde-etuuden tyypistä ja siitä, mistä kohde-etuutta koskevia tietoja voi saada.	<p>Tyyppi: hyödyke</p> <p>WKN (Saksalainen yritystunniste): <i>965310</i></p> <p>ISIN: <i>XC0009653103</i></p> <p>Kohde-etuus: Hopea</p> <p>Asianomainen viitemarkkina: LBMA (XAGFIX=)</p> <p>Reuters-sivu: XAGFIX=</p> <p>Internet-sivu: www.lbma.org.uk</p>

Jakso D – Riskit

D.2	Keskeiset tiedot tärkeimmistä liikkeeseenlaskijalle ominaisista riskeistä.	<p>Liikkeeseenlaskijan hinnanannon lakkaamiseen tai rajoittumiseen liittyvä riski</p> <p>Jos Liikkeeseenlaskija luopuisi vapaaehtoisesta pyrkimyksestä antaa osto- ja myyntihintoja tai rajoittaisi sitä, eikä mikään muu taho anna hintoja, olisi olemassa vaara, että sijoittajat joutuvat odottamaan Warrantien lopullista eräänäytäispäivää tai, jos ennenaikainen toteuttaminen on mahdollista, toteuttamaan optio-oikeutensa.</p> <p>Likviditeettiriski määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta</p> <p>Liikkeeseenlaskija olisi määräysvallan-, tuoton- ja tappionjakosopimuksesta huolimatta kykenemätön suoriutumaan arvopapereista johtuvista velvoitteistaan myös siinä tapauksessa, että Liikkeeseenlaskija tekisi välittömän emoyhtiön katettavaksi kuuluvan tappion, mutta emoyhtiö olisi omien maksuvalmiusongelmienä tai ylivelkaantuneisuuden vuoksi kykenemätön tai haluton suorittamaan kyseistä velvollisuuttaan.</p> <p>Konsernin (Group) muiden yhtiöiden lukuun välitetyt liiketapahtumat</p>
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	<p>sekä töiden jakautuminen Citigroupin sisällä</p> <p>Suuri enemmistö Liikkeeseenlaskijan palkkiotuotoista koostuu muiden konserni- tai omistusyhteysyritysten kanssa tehtyjen transaktioiden siirtohintoista. Keskinäisestä palveluntarjonnasta yksittäisten Konserniyhtiöiden kanssa Liikkeeseenlaskijalle aiheutuvat kustannukset katetaan olemassa olevien siirtohinnottelusopimusten perusteella. Tätä tarkoitusta varten tuotot ja kustannukset, erityisesti palkkiotuotot sellaisista transaktioista, joissa pankki on toiminut neuvonantajana osana myyntiyötään, määritetään ja kohdistetaan asiaankuuluville liiketoiminta-alueille, jotka ovat tarjonneet palvelun. Transaktiot liittyvät osakekaupankäyntiin, joukkovelkakirjalainojen liikkeeseenlaskuihin ja yritysrahoitukseen sekä strukturoitujen tuotteiden myyntiin, yritysjohdannaisiin sekä valuutanhallintatuotteisiin sekä asiakkaille tarjottavaan globaaliiin pankkipalveluun (global relationship banking). Tämä prosessi koskee Citigroup Global Markets Limited, Lontoon sekä erityisesti Citibank, N.A., Lontoona kaikkia toiminta-alueita ja sitä koordinoidaan tiiviisti toiminta-alueiden kesken.</p> <p>Jos Citigroupissa päätettäisiin jakaa olennaiset toiminnot uudelleen toisten Konserniyhtiöiden kesken, Liikkeeseenlaskija voisi menettää merkittävän tulonlähteen.</p> <p>Luotonantoliiketoimintaan liittyvät riskit</p> <p>Liikkeeseenlaskijan luottosalkku koostuu pääasiassa sellaisille teollisuudessa ja rahoitussektorilla toimiville kansainvälisille asiakkaille myönnetyistä luotoista, joilla on ns. investment grade -tasoinen luottoluokitus. Kyseisen liiketoimintapolitiikan ansiosta luottoihin liittyviltä maksuhäiriöiltä on vältytty viime vuosina. Luottosalkku on keskitetty siten, että Saksan pankkilaissa tarkoitettujen lainanottajayksiköiden määrä on hallittavissa. Jos Liikkeeseenlaskijan salkkuun sisältyvät merkittävät yksittäiset lainanottajat olisivat kyvyttömiä hoitamaan velvoitteitaan, luottotappiovarausten olennainen kasvu olisi periaatteessa mahdollista ja luottoihin liittyviä suoritushäiriöitä saattaisi ilmetä.</p> <p>Korkoriski</p> <p>Risk-Treasury-yksikkö arvioi ja valvoo Liikkeeseenlaskijan korkoriskiä. Liikkeeseenlaskijaan kohdistuva riski korkotason muutoksista voi olla keskipitkän tai pitkän aikavälin riskiä, joka liittyy alun perin (esim. koronvaihtosopimuksilla) suojaamatta jätettyihin, likvideihin arvopapereihin kohdistuvien omistuksiin. Sama pätee Liikkeeseenlaskijan myöntämiin keskipitkiin ja pitkäaikaisiin lainoihin. Merkittävä korkoriski voi aiheutua myös siitä, että korkotasoja ei seurata riittävän tiivisti tai tarkasti. Tällöin on olemassa vaara, että korkoriskin purkamiseksi ei ryhdytä toimiin riittävän varhain.</p> <p>Operatiivinen riski</p> <p>Liikkeeseenlaskija on siirtänyt lukuisia liiketoimintojen sekä niihin liittyvien riskien riittävän hallinnan ja valvonnan kannalta merkittäviä toiminta-alueita toisille yhtiöille, joista osa kuuluu Citigroupiin ja osa on</p>
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	<p>Citigroupin ulkopuolisia. Jos yrityöt, joihin edellä mainittuja toiminta-alueita on siirretty, eivät täytä sopimusvelvoitteitaan ajoissa tai ollenkaan, tällä on haitallinen vaikutus myös Liikkeeseenlaskijan omaan kykyyn suoriutua liikkeeseen laskettuihin arvopapereihin liittyvistä velvoitteistaan niiden eräpäivinä.</p> <p>Veroriskit</p> <p>Liikkeeseenlaskijalle toimitettuja verotuspäätöksiä voidaan myöhemmin arvioida uudelleen verotarkastuksessa tai yksittäisten asioiden osalta toimivaltaisissa tuomioistuimissa. Tämä on tavanomainen menettelytapa ja tarkoittaa, että veroviranomaiset saattavat esittää verotukseen liittyviä lisävaateita vuosia alkuperäisen verotuspäätöksen antamisen jälkeen verotarkastuksen taikka yleisesti sovellettavan tuomioistuinrakaisun seurauksena.</p> <p>Yleiset liiketoimintariskit</p> <ul style="list-style-type: none"> • Selvitysriski <p>Riski, että liiketapahtuma prosessoidaan väärin tai että liiketapahtuma toteutetaan tavalla, joka poikkeaa Liikkeeseenlaskijan johdon tarkoituksesta ja odotuksista.</p> <ul style="list-style-type: none"> • Informaatoriski <p>Riski, että Liikkeeseenlaskijan toimipaikassa tai sen ulkopuolella luotua, vastaanotettua, siirrettyä tai säilytettyä informaatiota ei enää voida käyttää. Lisäksi tällainen tieto voi olla huonolaatuista tai sitä on käytetty väärin taikka se on hankittu sopimattomalla tavalla. Informaatoriski sisältää myös riskejä, jotka liittyvät tiedon käsittelyssä käytettyihin järjestelmiin.</p> <ul style="list-style-type: none"> • Maineriski <p>Tämä tarkoittaa Liikkeeseenlaskijalla olevaa riskiä, että sen asiakassuhteet kärsivät, jos Liikkeeseenlaskijan palvelut ovat huonoja tai liiketapahtumat toteutetaan virheellisesti. Tämä riski sisältää myös riskin joutua liikesuhteeseen sellaisten vastapuolten kanssa, jotka eivät noudata Liikkeeseenlaskijan standardeja tai liiketoiminta-alueita.</p> <ul style="list-style-type: none"> • Henkilöstöriski <p>Liikkeeseenlaskijalla on suuri tarve päteville ja erityiskoulutetuille työntekijöille ja johtajille. Henkilöstöriski sisältää riskin henkilöstön vaihtumisesta sekä siitä, että Liikkeeseenlaskija ei pysty pitämään palveluksessaan riittävästi määrästä pätevästä henkilökuntaa. Lisäksi henkilöstöriskiin kuuluu riski siitä, että Liikkeeseenlaskijan työntekijät saattavat tietoisesti tai huolimattomuudesta rikkoaa voimassaolevia säännöksiä tai yhtiön eettisiä standardeja.</p> <ul style="list-style-type: none"> • Oikeudelliset ja sääntelyriskit <p>Liikkeeseenlaskija katsoo oikeudellisiksi riskeiksi kaikki riskit, jotka johtuvat sitovista sopimuksista ja soveltuvasta lainsäädännöstä.</p>
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		<p>Sääntelyriskit johtuvat oikeudellisesta ympäristöstä, jossa Liikkeeseenlaskija harjoittaa liiketoimintaa.</p> <ul style="list-style-type: none"> • Väärinkäytösriskit <p>Nämä ovat sekä sisäisiin että ulkoisiin väärinkäytöksiin liittyviä riskejä. Tällaisia väärinkäytöksiä ovat muiden muassa lahjonta, sisäpiirityden väärinkäyttö sekä tietovarkaudet.</p>
D.6	Keskeiset tiedot tärkeimmistä arvopapereille ominaisista riskeistä mukaan lukien sijoittajille annettava varoitus riskistä menettää sijoituksensa koko arvo tai osa siitä, ja/tai jos sijoittajan vastuu ei ole rajattu sijoituksen arvoon, tästä on mainittava. Lisäksi on kuvattava olosuhteet, jotka johtavat tällaisen lisävastun syntymiseen ja siitä johtuvat todennäköiset taloudelliset vaikutukset.	<p><u>Warrantteihin liittyvät yleiset riskitekijät</u></p> <p>Koko pääoman menettäminen</p> <p>Warrantit ovat korostetun riskialttiita sijoituskohteita. Niihin liittyy erityisen korkea riski sijoitetun pääoman menettämisestä enimmillään kokonaisuudessaan. Tappioon tulee lisätä transaktio- ja mahdolliset lainauskustannukset.</p> <p>Warranttien Liikkeeseenlaskijan suoritushäiriö</p> <p>Jos Liikkeeseenlaskija tulee maksukyvyttömäksi, sijoittajat voisivat kärsiä tappioita, mukaan lukien sijoitetun pääoman menettäminen enimmillään kokonaisuudessaan. Koska Warrantit ovat haltija-arvopapereita, talletussuoja-järjestelmät eivät koske niitä.</p> <p>Warranttien keskimääräistä suuremmista hintaliikkeistä johtuva riski (vipuvaikutus)</p> <p>Eräs Warranttien merkittävistä ominaispiirteistä on vipuvaikutus: muutos kohde-etuuden hinnassa voi johtaa suhteettoman suureen muutokseen Warrantin hinnassa. Samanaikaisesti Warranttiin liittyy myös keskimääräistä korkeampi tappion riski.</p> <p>Warranttien jälkimarkkinan puuttumiseen tai toimimattomuuteen taikka Liikkeeseenlaskijan sähköisen kaupankäyntijärjestelmän saavutettavuuden rajoituksiin liittyvä riski</p> <p>Sijoittajien ei tulisi olettaa voivansa myydä Warrantit tietynä ajankohtana tai tietyn hintaan Warrantin olemassaoloaikana. Sijoittajien tulisi sen sijaan olettaa, että hinnoittelu pörssissä voi tapahtua ainoastaan Liikkeeseenlaskijan mahdollisesti antamien osto- ja myyntitarjousten mukaisesti ja että sijoittajien osto- ja myyntitoimeksiannot toteutetaan pörssissä joko suoraan tai välillisesti Liikkeeseenlaskijaa vastaan.</p> <p>Riski, että jälkimarkkinakauppa loppuu vähän ennen lopullista erääntymispäivää</p> <p>Liikkeeseenlaskija ja/tai pörssi lopettavat kaupankäynnin Warrantilla hiukan ennen arvostuspäivää. Kohde-etuuden viitehinta arvostuspäivänä ja/tai sovellettava valuuttakurssi, jotka molemmat ovat tärkeitä Warrantteihin liittyvän käteissuorituksen määrittämiseksi, voivat viimeisen kaupankäytipäivän ja arvostuspäivän välisenä aikana edelleen muuttua, mistä saattaa koitua haittaa sijoittajalle. On olemassa erityinen riski, että kohde-etuuden hinta voi saavuttaa, alittaa tai ylittää sillä asetetun raja-arvon ensimmäistä kertaa vähän ennen kuin arvostuspäivän viitehinta määritetään</p>

	<p>ja sen jälkeen kun kaupankäyti jälkimarkkinoilla on jo päättynyt.</p> <p>Warranttien arvoon liittyvä valuutariski</p> <p>Sijoituksen arvonkehitykseen liittyy valuutariski, jos Warrantin kohde-etuuden valuutta on eri kuin se valuutta, jossa Warranttiin liittyvät suoritukset maksetaan (selvitysvaluutta).</p> <p>Markkinoiden häiriötilanteisiin liittyvä riski</p> <p>Jos kohde-etuuteen liittyen ilmenee markkinahäiriö, Liikkeeseenlaskijalla on oikeus viivästyttää toteutukseen liittyvää viitehinnan arvostuspäivää. Tästä voi aiheutua sijoittajille ylimääräinen riski siitä, että kohde-etuuden arvonkehitys on viivästyksen aikana negatiivista tai, soveltuvin osin, että Warrantin arvon vaihtamisessa selvitysvaluutaksi käytetty kurssi liikkuu sijoittajalle epäedulliseen suuntaan.</p> <p>Tuotekohtaiset riskitekijät</p> <p>Riskit, jotka liittyvät muihin arvoon vaikuttaviin tekijöihin, kuten rahamarkkinakorkoihin, osinko-odotukiin sekä Liikkeeseenlaskijan jälleenrahoituskustannuksiin</p> <p>Muita Warranttien hintaan vaikuttavia tekijöitä ovat muun muassa jäljellä olevaan juoksuaikaan liittyvät rahamarkkinakorot, Liikkeeseenlaskijan suojaustoimenpiteistä odotetut tuotot sekä Liikkeeseenlaskijalle suojaustoimenpiteistä aiheutuvat jälleenrahoituskustannukset.</p> <p>Vaikka osto-option kohde-etuuden hinta nousisi tai myyntioption kohde-etuuden hinta laskisi, Warrantin arvo voi laskea muiden siihen vaikuttavien tekijöiden vuoksi. Koska Warrantin juoksuaika on rajallinen, ei ole takeita siitä, että Warrantin arvo ehtii nousta riittävän nopeasti. Mitä vähemmän juoksuaikaa on jäljellä, sitä suurempi on tällainen riski.</p> <p>Kohde-etuksien suojaustoimiin liittyvät riskit Warranteissa, joihin liittyy knock-out-ominaisuus</p> <p>Knock-out-ominaisuuden sisältävissä Warranteissa on mahdollista, että Liikkeeseenlaskijan toimenpiteet suojaavien tilasemien luomiseksi tai purkamiseksi saattavat voimistaa Warranttien kohde-etuksien hinnanmuutoksia siinä määrin, että knock-out-taso saavutetaan ja optiooikeudet erääntyvät sen vuoksi ennenaikaisesti arvottomina.</p> <p>Riski knock-out-tapahtumasta jälkimarkkinoiden kaupankäytäikojen ulkopuolella</p> <p>Sijoittajilla on periaatteessa riski siitä, että knock-out-tapahtuma ilmenee Warranttien tavanomaisten kaupankäytäikojen ulkopuolella. Tämä riski on erityisen olenmainen olosuhteissa, joissa Warranttien kaupankäytäjät poikkeavat kohde-etuuden tavanomaisista kaupankäytäjöistä.</p> <p>Riski koko pääoman menettämisestä ennen erääntymispäivää knock-out-tilanteessa</p> <p>Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-</p>
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	<p>ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos ehdoissa määritellyllä tarkastelukaudella kohde-etuuden ehdoissa määritely arvo on sama tai alhaisempi kuin (bull) Turbo Warrantin knock-out-taso.</p> <p>Knock-out-tapahtuman sattuessa sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuorituksen määrä voi olla nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Epäsuoraan volatiliteettiin liittyvä hintariski</p> <p>Turbo Warranttien hintaan vaikuttavat niiden juoksuaikana muutkin tekijät kuin kohde-etuuden hinta, mukaan lukien erityisesti kohde-etuuden epäsuora volatiliteetti. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Riski koko pääoman menettämisestä kohde-etuuden jyrkien arvonmuutosten takia (gap-riski)</p> <p>Riski sellaisista kohde-etuuden jyrkistä arvomuutoksista (esimerkiksi edellisen kaupankäyntipäivän päätöksen ja seuraavan kaupankäyntipäivän alkamisen välillä), jotka voivat aiheuttaa knock-out-tapahtuman, tunnetaan gap-riskinä.</p> <p>Warranttien toteuttamiseen ja Liikkeeseenlaskijan purkuoikeuteen liittyvä riski</p> <p>Knock-out-ominaisuuden sisältäviin Open End Turbo Warrantteihin sisältyy riski, että niiden juoksuaika päättyy odottamattomasti. Warranttien juoksuaika päättyy joko siihen, että warrantinhaltija toteuttaa Warrantin, tai siihen, että Liikkeeseenlaskija purkaa kaikki Warranttinsa, taikka knock-out-tapahtumaan tai Warranttien ennenaikaiseen lunastukseen, sikäli kuin Warranttien ehdot sallivat Warranttien ennenaikaisen lunastuksen.</p> <p>Riski koko pääoman menettämisestä knock-out-tapahtuman vuoksi sekä riski sitä, että Liikkeeseenlaskija purkaa suojaukseen tarkoitettun tiliasemansa</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien juoksuaika päättyy ennenaikaisesti knock-out-ajankohtana ja optio-oikeudet erääntyvät arvottomina, jos kohde-etuuden ehdoissa määritely arvo on sama tai alhaisempi kuin (bull) Open End Turbo Warrantin knock-out-taso ehdoissa määritellyllä tarkastelukaudella. Knock-out-tapahtuman sattuessa knock-out-ominaisuuden sisältäviin Open End Turbo Bull Warrantteihin sijoittanut sijoittaja kärsii vahingon, joka vastaa sijoitetun pääoman (lisättynä transaktiokustannuksilla) ja Liikkeeseenlaskijan knock-out-tapahtuman yhteydessä maksaman stop-loss-käteissuorituksen erotusta. Liikkeeseenlaskija määrittää stop-loss-käteissuorituksen ottaen huomioon suojaushinnan, jonka senkin määrittää Liikkeeseenlaskija. Koska suojaushinta voi olla huomattavasti alhaisempi (bull) kuin knock-out-taso, warrantinhaltija kantaa riskin siitä, että Liikkeeseenlaskija purkaa</p>
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	<p>suojaukseen tähtäävän tiliasemansa. Kaikkein epäsuotuisimmassa tapauksessa stop-loss-käteissuurituksen määrä on nolla ja warrantinhaltija menettää sijoittamansa pääoman kokonaisuudessaan.</p> <p>Gap-riskin sisältäviin Turbo stop-loss Warrantteihin liittyvä hintariski epäsuoran volatiliteetin kasvun yhteydessä</p> <p>Jos gap-riskin sisältävien Turbo stop-loss Warranttien toteutushinta ja knock-out-taso ovat lähellä toisiaan ja kohde-etuuden hinta liikkuu kohti knock-out-tasoa ja lähestyy sitä, ennenaikaisen knock-out-tapahtuman mahdollisuus muodostaa erillisesti arvioitavissa olevan osatekijän option hinnoittelussa. Tällaisten osatekijöiden määrellinen arvo voidaan laskea epäsuoran volatiliteetin perusteella. Sijoittajalle epäsuoran volatiliteetin kasvu merkitsee hintariskiä, jos kohde-etuuden arvo on lähellä knock-out-tasoa.</p> <p>Toteutushinnan ja knock-out-tason muutoksiin liittyvä riski</p> <p>Knock-out-ominaisuuden sisältävien Open End Turbo Bull Warranttien toteutushintoja ja knock-out-tasoja voidaan muuttaa jatkuvasti. Warranttien toteutushinta muuttuu päivittäin Liikkeeseenlaskijalle suojaustoimista koituvien rahoituskustannusten perusteella. Sijoittajan tulisi ottaa huomioon, että Liikkeeseenlaskijan Warranttien ominaisuuksien tarkistamisessa käyttämä ja kohtuullisen harkintansa mukaan asettama kerroin saattaa, mikäli vallitsevat markkinaolosuhteet sitä edellyttävät, tietyillä rahoitustason tarkistamiseen sovellettavilla ajanjaksoilla poiketa merkittävästi tasosta, joka vallitsi ensimmäisellä tällaisella tarkistusajanjaksolla.</p> <p>Lisäksi Liikkeeseenlaskija asettaa kohtuullisen harkintansa perusteella kullekin rahoitustasoa koskevalle tarkistusjaksolle knock-out-tason, joka astuu voiman Warrantin ehtojen mukaisena tarkistuspäivänä. Sijoittajien ei tästä syystä tulisi olettaa, että knock-out-taso etäisyys toteutushinnasta pysyisi koko Warranttien juoksuaikaa edes suunnilleen muuttumattomana.</p> <p><u>Kohde-etuuteen liittyvät erityiset riskitekijät</u></p> <p>Riskit, jotka liittyvät hyödykkeisiin kohde-etuksina</p> <p>Hyödykkeisiin liittyvät hintariskit ovat usein monimutkaisia. Hyödykkeiden hintaan vaikuttavat tekijät ovat lukuisia ja monisyytisiä. Joitain hyödykkeiden hintoihin heijastuvia tekijöitä on lueteltu alla esimerkinomaisesti.</p> <ul style="list-style-type: none"> • Kysyntä ja tarjonta • Välittömät sijoituskustannukset, varastointikustannukset • Likviditeetti • Sää ja luonnonkatastrofit • Poliittiset riskit • Verotus
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Jakso E – Tarjous

E.2b	Syyt tarjoamiseen ja varojen käyttö, jos muu kuin voiton tavoittelua ja/tai tietyiltä riskeiltä suojauduttua.	Ei sovella; tarjoamisen syynä ovat voiton tekeminen ja/tai tietyiltä riskeiltä suojauduttua, ja Liikkeeseenlaskija tulee käyttämään tässä perusesiteessä esitellyllä Warranttien liikkeeseenlaskulla keräämänsä varat liiketoimintansa yleisiin tarpeisiin.
E.3	Kuvaus tarjousehdosta.	<p>Warranttien tarjoustapa, tarjoaja ja liikkeeseenlaskupäivä</p> <p>Warrantteja tarjotaan markkinapaikkojen ulkopuolella (over-the-counter) jatkuvasti.</p> <p>Warranttien tarjoaminen alkaa Suomessa 29.04.2014.</p> <p>Warranttien tarjoaja on Liikkeeseenlaskija.</p> <p>Liikkeeseenlaskupäivä on: 29.04.2014</p> <p>Rajoitukset avopapereiden vapaalle siirrettävyydelle</p> <p>Warrantteja saa tarjota ja/tai myydä ainoastaan, mikäli kaikkia Warranttien osto-, tarjonta-, myynti- ja/tai toimitusvaltioissa ja/tai valtioissa, joissa tästä asiakirjaan jaellaan tai pidetään nähtävillä, soveltuvia lakeja ja säädöksiä noudatetaan. Warranttien tarjonta ja/tai myynti edellyttää lisäksi, että kaikki Warranttien ostoon, tarjoamiseen, myyntiin tai toimittamiseen vaadittavat on asianomaisen valtion oikeussääntöjen mukaisesti saatu.</p> <p>Erityisesti todetaan, että Warrantteja ei ole rekisteröity eikä tulla rekisteröimään Yhdysvaltain vuoden 1933 arvopaperilain (muutoksineen) mukaisesti. Warrantteja ei saa välittömästi eikä välillisesti tarjota, myydä tai toimittaa taikka niillä käydä kauppa Yhdysvalloissa Yhdysvaltain vuoden 1933 arvopaperilain sisältämässä Regulation S:ssä tarkoitettulle US Personille tai sellaisen kanssa taikka lukuun, lukuun ottamatta tilanteita, joiden varalle arvopaperilaki sisältää rekisteröintivelvollisuutta koskevan poikkeaman. Kaikkien sellaisten henkilöiden, jotka vastaanottavat näiden ehtojen mukaisen käteissuorituksen, katsotaan ilmoittaneen, että kyseinen Warrantteihin liittyvistä oikeuksista nauttimaan oikeutettu henkilö ei ole edellä tarkoitettu US Person.</p> <p>Liikkeeseenlaskuhinta sekä ostettaessa maksettavat kustannukset ja verot</p> <p>Alkuperäinen liikkeeseenlaskuhinta on EUR 8,79.</p> <p>Ei sovella, koska Warranttien ostoon ei liity sellaisia Liikkeeseenlaskijan veloittamia kustannuksia tai veroja, jotka perittäisiin ostajilta tai merkitsijöiltä.</p>
E.4	Kuvaus kaikista liikkeeseenlaskun/tarjoukseen liittyvistä olennaisista intresseistä, mukaan lukien eturistiriidat.	Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteisyytiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyvät yhtiöt toimivat yleensä Warranttien laskenta-asiamiehinä. Tämä toiminta saattaa johtaa eturistiriitilanteisiin, sillä laskenta-asiamiehen tehtäviin kuuluu joidenkin sellaisten määritysten ja päättösten tekeminen, joilla voi olla negatiivinen vaikutus Warranttien arvoon tai käteissuorituksen määrään.

		<p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat tehdä transaktioita kohde-etuuksilla, kohde-etuuteen sidoksissa olevilla muilla omaisuuserillä, johdannaisilla, pörssinoteeratuilla optioilla tai termiinisopimuksilla taikka laskea liikkeeseen muita kohde-etuuteen perustuvia arvopapereita ja johdannaisia. Yhtiöt voivat myös hankkia kohde-etuuden uusia osuuksia tai muita arvopapereita tai, jos kohde-etuuedet ovat indeksejä, indekseihin sisältyvien yksittäisten yhtiöiden osuuksia ja arvopapereita, tai toimia tällaisten yhteisöjen taloudellisina neuvonantajina tai harjoitaa niiden kanssa liikepankkitoimintaa. Yhtiöillä on velvollisuus täyttää edellä mainittuihin toimiin liittyyvät velvollisuutensa riippumatta warrantinhaltijoille aiheutuvista seurausista sekä tarvittaessa suorittaa tarpeellisiksi katsomansa toimenpiteet suojatakseen itseään tai turvatakseen näihin liikesuhteisiin liittyyvät etunsa. Yllä mainitut toiminnot voivat johtaa eturistiriitilanteisiin ja vaikuttaa negatiivisesti kohde-etuuden sekä siihen sidoksissa olevien arvopapereiden, kuten Warranttien, hintaan.</p> <p>Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt saattavat laskea liikkeeseen lisää johdannaisarvopapereita, jotka perustuvat kohde-etuuteen tai sen osatekijöihin, mukaan lukien Warranttien kanssa samanlaiset tai samankaltaiset arvopaperit. Warranttien kanssa kilpailevien tuotteiden tuominen markkinoille saattaa vaikuttaa kohde-etuuden tai sen osatekijöiden hintaan sekä sitä kautta myös Warranttien hintaan. Liikkeeseenlaskija, sen (mahdolliset) konserni- ja omistusyhteysyhtiöt sekä muut Citigroup, Inc:iin kuuluvat tai omistuksellisesti liittyyvät yhtiöt voivat saada kohde-etuuteen tai sen osatekijöihin liittyyvä ei-julkista tietoa, mutta niillä ei ole velvollisuutta välittää tällaista tietoa warrantinhaltijoille. Lisäksi Citigroup, Inc. tai siihen omistuksellisesti liittyyvät yhtiöt voivat julkistaa kohde-etuuteen tai sen osatekijöihin liittyyviä tutkimusraportteja. Tällaiset toiminnot saattavat sisältää eturistiriidan sekä vaikuttaa Warranttien hintoihin.</p>
E.7	Arviodut kustannukset, jotka liikkeeseenlaskija tai tarjoaja veloittaa sijoittajalta.	Warrantteihin liittyyvät arviodut kustannukset, mukaan lukien kustannukset, jotka johtuvat hyväksymisestä kaupankäynnin kohteeksi pörssiin, sisältyvät merkintä- tai myyntihintaan riippuen siitä, kummasta on kysymys. Jos sijoittaja ostaa Warrantteja jakelijalta, sijoittajan maksama myyntihinta saattaa sisältää palkkioita, jotka jakelijan tulee ilmoittaa.