

# **Supplement**

pursuant to Section 16 para. 1 of the German Securities Prospectus Act (*Wertpapierprospektgesetz*)

dated 16 February 2017

to the base prospectuses of

**Citigroup Global Markets Deutschland AG,  
Frankfurt am Main**

(the "Issuer")

*This supplement of Citigroup Global Markets Deutschland AG, Frankfurt am Main, Germany is related to the base prospectuses dated 14 April 2016, 3 May 2016 and 17 November 2016 as indicated in the table on page 4.*

This supplement (the "**Supplement**") in relation to the base prospectus for warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts dated 14 April 2016 and the base prospectus for certificates based on shares or securities representing shares, share indices, exchange rates, commodities, funds, futures contracts or a basket consisting of shares or securities representing shares, share indices, exchange rates, commodities, funds, futures contracts dated 3 May 2016, each as supplemented on 5 August 2016 and 11 November 2016, and to the base prospectus for warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts dated 17 November 2016 and the base prospectus for certificates based on shares or securities representing shares, share indices, exchange rates, commodities, funds, exchange traded funds, futures contracts or a basket consisting of shares or securities representing shares, share indices, exchange rates, commodities, funds, exchange traded funds, futures contracts dated 17 November 2016 (together the "**Base Prospectuses**"), is drawn up in connection with the termination of the extra-ordinary audit on withholding taxes for the years 2007 and 2008 on 10 February 2017.

The Base Prospectuses are supplemented on the pages as indicated in the table on page 4 (the "**Table**") as follows:

#### **Amendments as regards Section "I. Summary"**

1. *In the Base Prospectuses the information contained in "A. English Summary" in Element B.13 of "Section B – Issuer and any guarantors" on the page indicated in Item 1 of the Table shall be deleted and replaced by the following information:*

"Significant events that may have a material impact on the assessment of the Issuer's solvency cannot be determined at the moment.

It should be noted that Citigroup is continuously verifying the appropriateness of its organizational structure."

2. *In the Base Prospectuses the information contained in "B. Deutsche Zusammenfassung" in Element B.13 of "Abschnitt B - Emittent und etwaige Garantiegeber" on the page indicated in Item 2 of the Table shall be deleted and replaced by the following information:*

"Wichtige Ereignisse, die für die Bewertung ihrer Zahlungsfähigkeit in hohem Maße relevant sind, sind in jüngster Zeit nicht eingetreten.

Es ist darauf hinzuweisen, dass die Citigroup fortlaufend die Angemessenheit ihrer Organisationsstruktur überprüft."

## **Amendments as regards Section "IV. Important Information about the Issuer"**

*3. In the Base Prospectuses the information contained in the section "IV. Important Information about the Issuer" on the pages indicated in **Item 3** of the **Table** shall be deleted and replaced by the following information:*

"With respect to the required information about the Issuer of the Securities, Citigroup Global Markets Deutschland AG, reference is made to the Registration Document of the Issuer dated 6 April 2016, as supplemented by the supplements dated 5 August 2016 and 16 February 2017 (the "**Registration Document**"). The information contained therein – with the exception of the section "Risk Factors" (pages 4 through 9), the sections "3.2 Opportunities and outlook of the Business Divisions" and "3.3 General statement about anticipated performance" on the pages F-17 through F-19 of the management report for fiscal year 2015 as well as the sections "3.1.3 General statement about anticipated performance" and "3.2 Significant opportunities for the business divisions" on the pages G-15 through G-16 of the management report for fiscal year 2014 – are incorporated by reference into the Base Prospectus. The risk factors relating to the Issuer contained in the section "Risk Factors" of the Registration Document are stated in this Base Prospectus in section II.A. under the header "Risk Factors relating to the Issuer"."

## **Amendments as regards Section "IX. General Information about the Base Prospectus"**

*4. In the Base Prospectuses the information contained in first point in "5. Documents incorporated by reference" on the pages indicated in **Item 4** of the **Table** shall be deleted and replaced by the following information:*

"

- In section IV. of the Base Prospectus reference is made to the Registration Document of Citigroup Global Markets Deutschland AG dated 6 April 2016, as supplemented by the supplements dated 5 August 2016 and 16 February 2017. The information contained therein – with the exception of the section "Risk Factors" (pages 4 through 9), the sections "3.2 Opportunities and outlook of the Business Divisions" and "3.3 General statement about anticipated performance" on the pages F-17 through F-19 of the management report for fiscal year 2015 as well as the sections "3.1.3 General statement about anticipated performance" and "3.2 Significant opportunities for the business divisions" on the pages G-15 through G-16 of the management report for fiscal year 2014 – are incorporated by reference into the Base Prospectus in accordance with § 11 WpPG and are deemed to be an integral part of the Base Prospectus. The risk factors relating to the Issuer contained in the section "Risk Factors" of the Registration Document are stated in this Base Prospectus in section II.A. under the header "Risk Factors relating to the Issuer".

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5. In the Base Prospectuses the information contained in first point in "**5. Information incorporated by reference**" on the pages indicated in **Item 5** of the **Table** shall be deleted and replaced by the following information:

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- In section IV. of the Base Prospectus reference is made to the Registration Document of Citigroup Global Markets Deutschland AG dated 6 April 2016, as supplemented by the supplements dated 5 August 2016 and 16 February 2017. The information contained therein – with the exception of the section "Risk Factors" (pages 4 through 9), the sections "3.2 Opportunities and outlook of the Business Divisions" and "3.3 General statement about anticipated performance" on the pages F-17 through F-19 of the management report for fiscal year 2015 as well as the sections "3.1.3 General statement about anticipated performance" and "3.2 Significant opportunities for the business divisions" on the pages G-15 through G-16 of the management report for fiscal year 2014 – are incorporated by reference into the Base Prospectus in accordance with § 11 WpPG and are deemed to be an integral part of the Base Prospectus. The risk factors relating to the Issuer contained in the section "Risk Factors" of the Registration Document are stated in this Base Prospectus in section II.A. under the header "Risk Factors relating to the Issuer".

No.	Name	Sup- ple- ment No.	Date of the Base Prospec- tus	Item 1	Item 2	Item 3	Item 4	Item 5
1	Base Prospectus for Warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	3	14 April 2016	9	42	134	241	n.a.
2	Base Prospectus for Certificates based on shares or securities representing shares, share indices, exchange rates, commodities, funds, futures contracts or a basket consisting shares or securities representing shares, share indices, exchange rates, commodities, funds, futures contracts	3	3 May 2016	10	49	154	304	n.a.
3	Base Prospectus for Warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	1	17 No- vember 2016	12	44	139	n.a.	247
4	Base Prospectus for Certificates based on shares or securities representing shares, share indices, exchange rates, commodities, funds, exchange traded funds, futures contracts or a basket consist- ing shares or securities represent- ing shares, share indices, ex- change rates, commodities, funds, exchange traded funds, futures contracts	1	17 No- vember 2016	13	52	160	n.a.	313

The Supplement and the Base Prospectuses are available free of charge at the offices of Citigroup Global Markets Deutschland AG, Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main and furthermore are available on the website of the issuer at [www.citifirst.com](http://www.citifirst.com) by clicking on the link "Legal Documents" under the rider "Products".

**Pursuant to Section 16 para. 3 of the German Securities Prospectus Act, investors who have already agreed to purchase or subscribe for securities before this Supplement has been published shall have the right, exercisable within a time period of two working days (or such longer period as may be required by a relevant jurisdiction) after the publication of this Supplement, to withdraw their acceptances, provided that the new factor, mistake or inaccuracy arose before the final closing of the offer to the public and the delivery of the securities.**

**Addressee of a withdrawal is Citigroup Global Markets Deutschland AG, Attn. Legal Department, Frankfurter Welle, Reuterweg 16, 60323 Frankfurt am Main. The withdrawal does not have to contain reasons and has to be in text form. The timely dispatch of the withdrawal is sufficient to comply with the deadline.**

**SIGNATURES**

Frankfurt am Main, 16 February 2017

**Citigroup Global Markets Deutschland AG,  
Frankfurt am Main**

by Dirk Heß  
Director

by Steffen Thomas  
Vice President