

Supplement

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

dated 8 June 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 relates to the base prospectuses dated 17 November 2016 as indicated in the table on page 6.

Subject of this supplement (the "**Supplement**") in relation to 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, as supplemented on 16 February 2017 and on 7 April 2017, ("**Base Prospectus for Certificates**") and the base prospectus for warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts dated 17 November 2016, as supplemented on 16 February 2017 and on 7 April 2017, ("**Base Prospectus for Warrants**") (the two base prospectuses together the "**Base Prospectuses**"), is information as regards the Issuer's annual financial information as of 31 December 2016 which was published on 28 April 2017 (the "**Annual-Report**") and as regards the publication of the Registration Document of the Issuer dated 16 May 2017 on 17 May 2017 which - with the exception of the part "Risk Factors" - is incorporated in the Base Prospectuses.

The Base Prospectuses are supplemented on the pages as indicated in the table on page 6 (the "**Table**") as follows:

Amendments regarding Section "I. Summary"

1. In the Base Prospectuses the information contained in "A. English Summary" in Element B.10 and B.12 of "Section B - Issuer and any guarantors" on the pages indicated in Item 1 of the Table shall be deleted and replaced by the following information:

"

B.10	A description of the nature of any qualifications in the audit report on the historical financial information.	Not applicable; as the annual financial statements of the Issuer for the financial years from 1 December 2016 to 31 December 2016 (short fiscal year), from 1 December 2015 to 30 November 2016 and 1 December 2014 to 30 November 2015 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	<p>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</p> <p>The business development of Citigroup Global Markets Deutschland AG is shown below in the light of some figures, which are taken from the audited financial statements for the short fiscal year from 1 December 2016 through 31 December 2016 and the fiscal year 2016 (fiscal year from 1 December 2015 through 30 November 2016), broken down according to economic factors compared to the previous reporting periods (fiscal years 2016 and 2015):</p> <table border="1" data-bbox="539 1675 1514 1960"> <thead> <tr> <th></th> <th>31.12.2016</th> <th>30.11.2016</th> <th>30.11.2015</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total in million Euro</td> <td>8,821.6</td> <td>8,134.8</td> <td>11,205.8</td> </tr> <tr> <td>Equity capital in million Euro</td> <td>590.5</td> <td>590.5</td> <td>590.5</td> </tr> <tr> <td>Average number of employees in the fiscal year</td> <td>259</td> <td>268</td> <td>270</td> </tr> </tbody> </table> <table border="1" data-bbox="539 2011 1514 2072"> <thead> <tr> <th></th> <th>01.12.2016</th> <th>01.12.2015</th> <th>01.12.2014</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				31.12.2016	30.11.2016	30.11.2015	Balance sheet total in million Euro	8,821.6	8,134.8	11,205.8	Equity capital in million Euro	590.5	590.5	590.5	Average number of employees in the fiscal year	259	268	270		01.12.2016	01.12.2015	01.12.2014				
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<p>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 material adverse change.</p> <p>A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.</p>		-	-	-
		31.12.2016	30.11.2016	30.11.2015
		in million Euro	in million Euro	in million Euro
	Interest income from loans and money market transactions	0.6	6.2	5.2
	Negative interest income from loans and money market transactions	1.5	12.9	4.0
	Interest expenses	0.3	2.6	2.9
	Positive interest from loans and money market transactions	0.6	5.2	2.1
	Commission income	16.4	164.0	148.5
	Commission expenses	0.1	3.7	2.5
	Net income from financial trading operations	0.3	51.6	55.1
	Wages and salaries	5.1	70.3	61.1
	Social security contributions, pension and welfare expenses	0.5	5.0	9.8
	Other administrative expenses	7.0	75.1	71.8
<p>As of the balance sheet date, the balance sheet equity capital consists of the following components:</p>				
	31.12.2016	30.11.2016	30.11.2015	
	in million Euro	in million Euro	in million Euro	
Share capital	210.6	210.6	210.6	
Capital reserves	319.0	319.0	319.0	
Legal reserves	33.0	33.0	33.0	
Other earnings reserves	27.9	27.9	27.9	
<p>The Issuer declares that since the date of the last audited annual financial statements on 31 December 2016 no material adverse change in the outlook of the Issuer has occurred.</p> <p>Not applicable; the Issuer declares that since the date of the last audited annual financial statements on 31 December 2016 no material change has occurred in the financial or trading position.</p>				

"

2. In the Base Prospectuses the information contained in "**B. Deutsche Übersetzung der Zusammenfassung**" in Element B.10 and B.12 of "**Abschnitt B - Emittent und etwaige Garantiegeber**" on the pages indicated in **Item 2** of the **Table** shall be deleted and replaced by the following information:

"

B.10	Art etwaiger Beschränkungen im	Entfällt; die Jahresabschlüsse des Emittenten für die Geschäftsjahre vom 1. Dezember 2016 bis zum 31. Dezember 2016 (Rumpfgeschäftsjahr), vom 1. Dezember 2015 bis zum
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	Bestätigungsvermerk zu den historischen Finanzinformationen.	30. November 2016 und vom 1. Dezember 2014 bis zum 30. November 2015 wurden vom Abschlussprüfer des Emittenten geprüft und mit dem uneingeschränkten Bestätigungsvermerk versehen.																																																																				
B.12	<p>Ausgewählte wesentliche historische Finanzinformationen über den Emittenten, die für jedes Geschäftsjahr des von den historischen Finanzinformationen abgedeckten Zeitraums und für jeden nachfolgenden Zwischenberichtszeitraum vorgelegt werden, sowie Vergleichsdaten für den gleichen Zeitraum des vorangegangenen Geschäftsjahres, es sei denn, diese Anforderung ist durch Vorlage der Bilanzdaten zum Jahresende erfüllt. Eine Erklärung, dass sich die Aussichten des Emittenten seit dem Datum des letzten veröffentlichten geprüften Abschlusses nicht wesentlich verschlechtert haben, oder beschreiben Sie jede wesentliche Verschlechterung.</p> <p>Eine Beschreibung wesentlicher Veränderungen bei Finanzlage oder Handelsposition des Emittenten, die nach dem von den historischen Finanzinformationen abgedeckten Zeitraum eingetreten sind.</p>	<p>Wesentliche Jahres-Finanzkennziffern der Citigroup Global Markets Deutschland AG</p> <p>Die geschäftliche Entwicklung der Citigroup Global Markets Deutschland AG wird nachfolgend anhand einiger Zahlen, welche dem geprüften Jahresabschluss für das Rumpfgeschäftsjahr vom 1. Dezember 2016 bis zum 31. Dezember 2016 bzw. dem Jahresabschluss 2016 (Geschäftsjahr vom 1. Dezember 2015 bis zum 30. November 2016) entnommen wurden, aufgegliedert nach wirtschaftlichen Gesichtspunkten, im Vergleich zu den Finanzaufstellungen der vorangegangenen Berichtszeiträume (Geschäftsjahre 2016 und 2015) dargestellt:</p> <table border="1"> <thead> <tr> <th></th> <th>31.12.2016</th> <th>30.11.2016</th> <th>30.11.2015</th> </tr> </thead> <tbody> <tr> <td>Bilanzsumme in Mio. Euro</td> <td>8.821,6</td> <td>8.134,8</td> <td>11.205,8</td> </tr> <tr> <td>Eigenkapital in Mio. Euro</td> <td>590,5</td> <td>590,5</td> <td>590,5</td> </tr> <tr> <td>Durchschnittliche Anzahl der Mitarbeiter im Geschäftsjahr</td> <td>259</td> <td>268</td> <td>270</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th></th> <th>01.12.2016 - 31.12.2016 in Mio. Euro</th> <th>01.12.2015 - 30.11.2016 in Mio. Euro</th> <th>01.12.2014 - 30.11.2015 in Mio. Euro</th> </tr> </thead> <tbody> <tr> <td>Zinserträge aus Kredit- und Geldmarktgeschäften</td> <td>0,6</td> <td>6,2</td> <td>5,2</td> </tr> <tr> <td>Negative Zinserträge aus Kredit- und Geldmarktgeschäften</td> <td>1,5</td> <td>12,9</td> <td>4,0</td> </tr> <tr> <td>Zinsaufwendungen</td> <td>0,3</td> <td>2,6</td> <td>2,9</td> </tr> <tr> <td>Positive Zinsen aus Kredit- und Geldmarktgeschäften</td> <td>0,6</td> <td>5,2</td> <td>2,1</td> </tr> <tr> <td>Provisionserträge</td> <td>16,4</td> <td>164,0</td> <td>148,5</td> </tr> <tr> <td>Provisionsaufwendungen</td> <td>0,1</td> <td>3,7</td> <td>2,5</td> </tr> <tr> <td>Nettoertrag des Handelsbestands</td> <td>0,3</td> <td>51,6</td> <td>55,1</td> </tr> <tr> <td>Löhne und Gehälter</td> <td>5,1</td> <td>70,3</td> <td>61,1</td> </tr> <tr> <td>Soziale Abgaben und Aufwendungen für Altersversorgung und für Unterstützung</td> <td>0,5</td> <td>5,0</td> <td>9,8</td> </tr> <tr> <td>Andere Verwaltungsaufwendungen</td> <td>7,0</td> <td>75,1</td> <td>71,8</td> </tr> </tbody> </table> <p>Das bilanzielle Eigenkapital setzt sich zum Bilanzstichtag wie folgt zusammen:</p> <table border="1"> <thead> <tr> <th></th> <th>31.12.2016 in Mio. Euro</th> <th>30.11.2016 in Mio. Euro</th> <th>30.11.2015 in Mio. Euro</th> </tr> </thead> <tbody> <tr> <td>Aktienkapital</td> <td>210,6</td> <td>210,6</td> <td>210,6</td> </tr> </tbody> </table>		31.12.2016	30.11.2016	30.11.2015	Bilanzsumme in Mio. Euro	8.821,6	8.134,8	11.205,8	Eigenkapital in Mio. Euro	590,5	590,5	590,5	Durchschnittliche Anzahl der Mitarbeiter im Geschäftsjahr	259	268	270		01.12.2016 - 31.12.2016 in Mio. Euro	01.12.2015 - 30.11.2016 in Mio. Euro	01.12.2014 - 30.11.2015 in Mio. Euro	Zinserträge aus Kredit- und Geldmarktgeschäften	0,6	6,2	5,2	Negative Zinserträge aus Kredit- und Geldmarktgeschäften	1,5	12,9	4,0	Zinsaufwendungen	0,3	2,6	2,9	Positive Zinsen aus Kredit- und Geldmarktgeschäften	0,6	5,2	2,1	Provisionserträge	16,4	164,0	148,5	Provisionsaufwendungen	0,1	3,7	2,5	Nettoertrag des Handelsbestands	0,3	51,6	55,1	Löhne und Gehälter	5,1	70,3	61,1	Soziale Abgaben und Aufwendungen für Altersversorgung und für Unterstützung	0,5	5,0	9,8	Andere Verwaltungsaufwendungen	7,0	75,1	71,8		31.12.2016 in Mio. Euro	30.11.2016 in Mio. Euro	30.11.2015 in Mio. Euro	Aktienkapital	210,6	210,6	210,6
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		Gesetzliche Rücklage	33,0	33,0	33,0
		Andere Gewinnrücklagen	27,9	27,9	27,9
		Der Emittent erklärt, dass es keine wesentlichen negativen Veränderungen in den Ausichten des Emittenten seit dem Stichtag des letzten geprüften Jahresabschlusses am 31. Dezember 2016 gegeben hat.			
		Nicht anwendbar. Der Emittent erklärt, dass seit dem Stichtag des letzten geprüften Jahresabschlusses am 31. Dezember 2016 keine wesentlichen Veränderungen bei der Finanzlage oder Handelsposition eingetreten sind.			

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Amendments regarding 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 pursuant to Section 11 German Securities Prospectus Act to the Registration Document of the Issuer dated 16 May 2017 (the "**Registration Document**") – with the exception of the part "Risk Factors" (pages 5 through 11).

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Amendments regarding Section "X. General Information about the Base Prospectus"

4. In the Base Prospectuses the information contained in the first bullet point in "**5. Information 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 16 May 2017. The information contained therein – with the exception of the part "Risk Factors" (pages 5 through 11) – are incorporated by reference into the Base Prospectus 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	Supple- ple- ment No.	Date of the Base Pro- spectus	Item 1	Item 2	Item 3	Item 4
1	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 shares or securities representing shares, share indices, exchange rates, commodities, funds, exchange traded funds, futures contracts	3	17 November 2016	11 et seqq.	50 et seqq.	160	313
32	Base Prospectus for Warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	3	17 November 2016	10 et seqq.	42 et seqq.	139	247

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 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, 8 June 2017

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

by Dirk Heß
Director

by Steffen Thomas
Vice President