

CAPITAL SECURE CAPPED WORLD EQUITY INDEX BOND



LCF ROTHSCHILD
GROUP

CAPITAL SECURE + CAPPED EQUITY INDEX RETURN

- 100% CAPITAL SECURITY
- 72% EXPOSURE TO WORLD EQUITY INDEX BASKET 100/150 CALL SPREAD
- USD DENOMINATED
- THREE YEAR MATURITY
- TRADABLE IN WHOLE OR IN PART ON ANY BUSINESS DAY

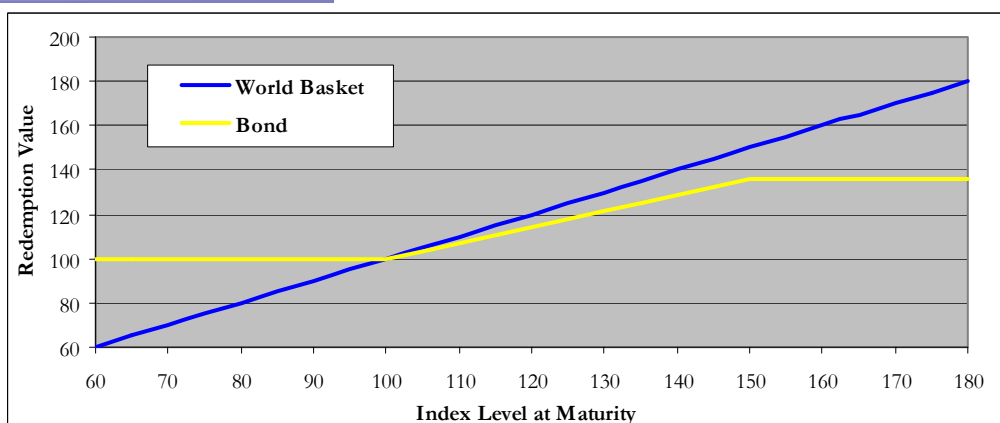
THE INVESTMENT

The structure offers the investor complete capital security at maturity and returns 72% of any gains in a World Equity Index Basket 100-150% Call Spread (subject to a degree of averaging to reduce final year volatility). The investor will therefore benefit from 72% exposure (capped at a 36% return) to world equity markets (as measured by the basket) over the short to medium term while being safe in the knowledge that their original capital will be returned in full at maturity.

KEY ADVANTAGES

- Pre-defined performance
- Allows risk-averse investors to obtain exposure to equity indices with their capital fully protected
- Initial capital repaid at maturity irrespective of market performance
- All returns based in USD thereby avoiding any currency translation risk
- Bond is tradable in whole or in part on any business day at prevailing market price

MATURITY PROFILE



THE BASKET

The returns are linked to a World Equity Index Basket. The basket comprises 40% S&P500, 15% FTSE100, 30% DJ Eurostoxx50 and 15% Nikkei225. Each of these indices are considered to be valid benchmarks for the equity markets of the USA, the UK, Continental Europe and Japan.

LCF Edmond de Rothschild (C.I.) Limited

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Registered in Guernsey: 30541



BOND PRICING

The bond will be formally priced on a monthly basis and more frequently upon request.

THE GUARANTOR

Citigroup Inc guarantees the terms of the investment. Their senior debt is currently rated as follows:

S&P: **A, stable**
Moody's: **A3, stable**
Fitch: **A+, stable**

FEES

The bond is inclusive of all structuring fees. No other fees will be charged by the LCF Rothschild Group or the issuer.

AVERAGING OF RETURNS

The final six months of the bond's life will include averaging of the closing price of the basket on a monthly basis (7 observations). This will help protect previous gains in a falling market, but will also have the effect of reducing growth in a rising market.

TRADABILITY

The investment will be tradable in whole or part on any business day subject to agreed minimums of \$50,000 nominal. The bid/offer spread in normal market conditions is 1% - 1.5% and settlement is T+3 business days.

SUBSCRIPTION

Minimum issue size is \$3,000,000 for this investment with minimum subscription of \$100,000. All trades and holdings must be in round lots of \$1,000.

Summary Term Sheet

LCF reference:	\$100+72% WEIB 100/150% Citi 0812	
Issuer:	Citigroup Funding Inc	
Guarantor:	Citigroup Inc (A, A3, A+)	
Currency denomination:	US Dollar	
Legal structure:	Medium Term Note	
ISIN:	XS0444595580	
Clearing:	Euroclear/Clearstream	
Listing:	Luxembourg	
Maturity:	14/08/2012	
Issue price:	100%	
Denomination:	\$1,000	
Structuring agent:	LCF Edmond de Rothschild (C.I.) Ltd.	
Capital guarantee :	100% at maturity	
Basket & Strikes:	40% S&P500	987.48
	15% FTSE100	4608.36
	30% DJ Eurostoxx50	2638.13
	15% Nikkei225	10352.47
Final strike (F):	Last 6 months to maturity (29/02/12, 02/04/12, 02/05/12, 31/05/12, 02/07/12, 31/07/12)	
Equity participation:	72% of any gain in a 100/150 call spread from initial strike to final strike (maximum return is therefore 36%).	
Redemption formula:	100% + Max [0, {72% * 100/150 Call Spread}]	
Trade date:	31/07/2009	
Initial settlement date:	14/08/2009	

Please note: the Issue Documents will be the only legally binding documents in relation to this structure and will be available from us on issue