

# **Supplement**

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

dated 4 August 2015

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 7 May 2014 and 30 April 2015  
as indicated in the table on page 9.*

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, futures contracts or a basket consisting of shares or securities representing shares, share indices, exchange rates, commodities, funds, futures contracts dated 7 May 2014 and the base prospectus for warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts dated 7 May 2014, in each case as supplemented on 13 August 2014 and on 7 April 2015, 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 30 April 2015 and the base prospectus for warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts dated 30 April 2015 (together the "**Base Prospectuses**"), is information as regards the Issuer's semi annual financial information as of 31 May 2015 which was published on 31 July 2015 (the "**Semi-Annual-Report**").

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

## Amendments as regards Section "I. Summary"

1. In the Base Prospectuses in "A. English Summary" in Element B.4b of "Section B - Issuer and any guarantors" on the pages indicated in **Item 1** of the **Table** the last paragraph shall be deleted and replaced by the following information:

"For the fiscal year 2015, the Issuer is anticipating a result at the same level as in the prior year after adjusting for non-recurring effects. In this respect, the budgeted income from the change in the costs and activity allocation model for Germany will partially offset the loss of income from the (1) placements made with the German Bundesbank in the Treasury Division, and (2) the sales proceeds earned on the sale of the CATs-OS systems. With respect to the operating efficiency, the Issuer therefore anticipates an unchanged level (excluding the non-recurring effects) like in previous years. The Issuer is assuming that there will be no restructuring needs in 2015, which means that no provisions were set aside for such measures. On the basis of the current planning, the Issuer is assuming that the risk-bearing capacity in fiscal year 2015 will be met."

2. In the Base Prospectuses the information contained in "A. English Summary" in Element B.12 of "Section B - Issuer and any guarantors" on the pages indicated in **Item 2** of the **Table** shall be deleted and replaced by the following information:

"

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	<p><b>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</b></p> <p>The table below provides a comparison of certain noteworthy financial statistics which have been taken from the audited financial statements 2014 between the prior fiscal year (fiscal year 2013) and fiscal year 2014 and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p> <table border="1" data-bbox="459 1227 1394 1518"> <thead> <tr> <th></th> <th><b>30.11.2014</b> in million Euro</th> <th><b>prior fiscal year (30.11.2013)</b> in million Euro</th> </tr> </thead> <tbody> <tr> <td>Balance sheet total</td> <td>8,694.5</td> <td>13,516.2</td> </tr> <tr> <td>Equity capital</td> <td>590.5</td> <td>590.5</td> </tr> <tr> <td>Number of employees</td> <td>267</td> <td>270</td> </tr> </tbody> </table> <table border="1" data-bbox="459 1570 1394 2024"> <thead> <tr> <th></th> <th><b>01.12.2013 - 30.11.2014</b> in million Euro</th> <th><b>prior fiscal year (01.12.2012 - 30.11.2013)</b> in million Euro</th> </tr> </thead> <tbody> <tr> <td>Interest income from operations</td> <td>4.7</td> <td>5.7</td> </tr> <tr> <td>Commissions income</td> <td>186.6</td> <td>123.7</td> </tr> <tr> <td>Net income from financial trading operations</td> <td>57.1</td> <td>35.1</td> </tr> <tr> <td>General administrative expenses</td> <td>139.4</td> <td>151.0</td> </tr> </tbody> </table> <p>As of the balance sheet date, the <b>balance sheet equity capital</b> consists of the following</p>		<b>30.11.2014</b> in million Euro	<b>prior fiscal year (30.11.2013)</b> in million Euro	Balance sheet total	8,694.5	13,516.2	Equity capital	590.5	590.5	Number of employees	267	270		<b>01.12.2013 - 30.11.2014</b> in million Euro	<b>prior fiscal year (01.12.2012 - 30.11.2013)</b> in million Euro	Interest income from operations	4.7	5.7	Commissions income	186.6	123.7	Net income from financial trading operations	57.1	35.1	General administrative expenses	139.4	151.0
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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.

A description of significant changes in the financial or trading position of the issuer subsequent to the period covered by the historical financial information.

components:

	<b>30.11.2014</b> in million Euro (audited)	<b>prior fiscal year (30.11.2013)</b> in million Euro (audited)
Subscribed capital		
Share capital	210.6	210.6
Silent partner capital	122.7	122.7
Capital reserves	196.3	196.3
Legal reserves	33.0	33.0
Other earnings reserves	27.9	27.9

The regulatory capital under § 10 German Banking Act (KWG) consists of core capital and supplemental capital (subordinated liabilities) after approval as follows:

	<b>30.11.2014</b> in million Euro	<b>prior fiscal year (30.11.2013)</b> in million Euro
Equity capital on balance sheet	590.5	590.5
Plus fund for general banking risks pursuant to § 340g of the German Commercial Code (HGB)	19.6	13.3
Less intangible assets	0	0
Core capital	610.1	603.8
Supplementary capital	0.0	0.0
Equity capital	610.1	603.8

#### **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 2015 which have been taken from the unaudited interim financial statements 2015 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:

	<b>31.05.2015</b> in million Euro	<b>30.11.2014</b> in million Euro
Balance sheet total	11,826.8	8,694.5
Equity capital	590.5	590.5
Number of employees	272	267

	<b>01.12.2014</b>	<b>01.12.2013</b>
	-	-

		<b>31.05.2015</b> in million Euro	<b>31.05.2014</b> in million Euro
	Interest income from operations	0.2	4.0
	Commissions income	65.6	59.6
	Net income from financial trading operations	31.5	30.0
	General administrative expenses	69.6	70.4

The Issuer declares that since the date of the last audited annual financial statements on 30 November 2014 no material adverse change in the outlook of the Issuer has occurred.

Furthermore, the Issuer declares that since the date of the unaudited interim financial statements on 31 May 2015 no material change has occurred in the financial or trading position.

"

3. In the Base Prospectuses the information contained in "**B. Deutsche Übersetzung der Zusammenfassung**" in Element B.12 of "**Abschnitt B - Emittent und etwaige Garantiegeber**" on the pages indicated in **Item 3** of the **Table** shall be deleted and replaced by the following information:

"

B.12	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	<b>Wesentliche Jahres-Finanzkennziffern der Citigroup Global Markets Deutschland AG</b>		
		Die geschäftliche Entwicklung der Citigroup Global Markets Deutschland AG wird nachfolgend anhand einiger Zahlen des Geschäftsjahres, welche dem geprüften Jahresabschluss 2014 entnommen wurden, aufgegliedert nach wirtschaftlichen Gesichtspunkten, im Vergleich zu den Vorjahreszahlen dargestellt:		
		<b>30.11.2014</b> in Mio. Euro	<b>Vorjahr</b> <b>(30.11.2013)</b> in Mio. Euro	
	Bilanzsumme	8.694,5	13.516,2	
	Eigenkapital	590,5	590,5	
	Anzahl der Mitarbeiter	267	270	
		<b>01.12.2013</b> - <b>30.11.2014</b> in Mio. Euro	<b>Vorjahr</b> <b>(01.12.2012</b> - <b>30.11.2013)</b> in Mio. Euro	
	Zinsergebnis aus dem operativen Geschäft	4,7	5,7	
	Provisionsergebnis	186,6	123,7	
	Nettoertrag des Handelsbestandes	57,1	35,1	

<p>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>	<table border="1"> <tr> <td>Allgemeiner Verwaltungsaufwand</td> <td>139,4</td> <td>151,0</td> </tr> </table>	Allgemeiner Verwaltungsaufwand	139,4	151,0																		
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	<p>Das <b>bilanzielle Eigenkapital</b> setzt sich zum Bilanzstichtag wie folgt zusammen:</p> <table border="1"> <thead> <tr> <th></th> <th><b>30.11.2014</b> in Mio. Euro (geprüft)</th> <th><b>Vorjahr (30.11.2013)</b> in Mio. Euro (geprüft)</th> </tr> </thead> <tbody> <tr> <td>Gezeichnetes Kapital</td> <td></td> <td></td> </tr> <tr> <td>Aktienkapital</td> <td>210,6</td> <td>210,6</td> </tr> <tr> <td>Stille Einlage</td> <td>122,7</td> <td>122,7</td> </tr> <tr> <td>Kapitalrücklage</td> <td>196,3</td> <td>196,3</td> </tr> <tr> <td>Gesetzliche Rücklage</td> <td>33,0</td> <td>33,0</td> </tr> <tr> <td>Andere Gewinnrücklagen</td> <td>27,9</td> <td>27,9</td> </tr> </tbody> </table>		<b>30.11.2014</b> in Mio. Euro (geprüft)	<b>Vorjahr (30.11.2013)</b> in Mio. Euro (geprüft)	Gezeichnetes Kapital			Aktienkapital	210,6	210,6	Stille Einlage	122,7	122,7	Kapitalrücklage	196,3	196,3	Gesetzliche Rücklage	33,0	33,0	Andere Gewinnrücklagen	27,9	27,9
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<p>Die bankaufsichtsrechtlichen Eigenmittel gemäß § 10 KWG setzten sich aus Kernkapital und Ergänzungskapital (nachrangige Verbindlichkeiten) nach Feststellung wie folgt zusammen:</p> <table border="1"> <thead> <tr> <th></th> <th><b>30.11.2014</b> in Mio. Euro</th> <th><b>Vorjahr (30.11.2013)</b> in Mio. Euro</th> </tr> </thead> <tbody> <tr> <td>Bilanzielles Eigenkapital</td> <td>590,5</td> <td>590,5</td> </tr> <tr> <td>zuzüglich Fonds für allgemeine Bankrisiken gemäß § 340 g HGB</td> <td>19,6</td> <td>13,3</td> </tr> <tr> <td>abzüglich Immaterielle Vermögensgegenstände</td> <td>0</td> <td>0</td> </tr> <tr> <td>Kernkapital</td> <td>610,1</td> <td>603,8</td> </tr> <tr> <td>Ergänzungskapital</td> <td>0,0</td> <td>0,0</td> </tr> <tr> <td>Eigenmittel</td> <td>610,1</td> <td>603,8</td> </tr> </tbody> </table>		<b>30.11.2014</b> in Mio. Euro	<b>Vorjahr (30.11.2013)</b> in Mio. Euro	Bilanzielles Eigenkapital	590,5	590,5	zuzüglich Fonds für allgemeine Bankrisiken gemäß § 340 g HGB	19,6	13,3	abzüglich Immaterielle Vermögensgegenstände	0	0	Kernkapital	610,1	603,8	Ergänzungskapital	0,0	0,0	Eigenmittel	610,1	603,8	
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<p><b>Wesentliche Halbjahres-Finanzkennziffern der Citigroup Global Markets Deutschland AG</b></p> <p>Die geschäftliche Entwicklung der Citigroup Global Markets Deutschland AG wird nachfolgend anhand einiger Zahlen des ersten Halbjahres des Geschäftsjahres 2015, welche dem ungeprüften Halbjahresfinanzbericht 2015 entnommen wurden, aufgegliedert nach wirtschaftlichen Gesichtspunkten, im Vergleich zu den Vorjahreszahlen bzw. den entsprechenden Vorjahreszeiträumen dargestellt:</p> <table border="1"> <thead> <tr> <th></th> <th><b>31.05.2015</b> in Mio. Euro</th> <th><b>30.11.2014</b> in Mio. Euro</th> </tr> </thead> <tbody> <tr> <td>Bilanzsumme</td> <td>11.826,8</td> <td>8.694,5</td> </tr> <tr> <td>Eigenkapital</td> <td>590,5</td> <td>590,5</td> </tr> <tr> <td>Anzahl der Mitarbeiter</td> <td>272</td> <td>267</td> </tr> </tbody> </table>		<b>31.05.2015</b> in Mio. Euro	<b>30.11.2014</b> in Mio. Euro	Bilanzsumme	11.826,8	8.694,5	Eigenkapital	590,5	590,5	Anzahl der Mitarbeiter	272	267										
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		01.12.2014 - 31.05.2015 in Mio. Euro	01.12.2013 - 31.05.2014 in Mio. Euro
	Zinsergebnis aus dem operativen Geschäft	0,2	4,0
	Provisionsergebnis	65,6	59,6
	Nettoertrag des Handelsbestandes	31,5	30,0
	Allgemeiner Verwaltungsaufwand	69,6	70,4
<p>Der Emittent erklärt, dass es keine wesentlichen negativen Veränderungen in den Aussichten des Emittenten seit dem Stichtag des letzten geprüften Jahresabschlusses am 30. November 2014 gegeben hat.</p> <p>Weiterhin erklärt der Emittent, dass seit dem Stichtag des ungeprüften Halbjahresfinanzberichts am 31. Mai 2015 keine wesentlichen Veränderungen bei der Finanzlage oder Handelsposition eingetreten sind.</p>			

"

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

4. In the Base Prospectuses the information contained in the section "IV. Important Information about the Issuer" on the pages indicated in **Item 4** 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 7 April 2015, as supplemented by the supplement dated 4 August 2015 (the "**Registration Document**")."

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

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

- "• On page 131 of the Base Prospectus reference is made to the Registration Document of Citigroup Global Markets Deutschland AG dated 7 April 2015, as supplemented by the supplement dated 4 August 2015. The information contained therein – with the exception of the part "Risk Factors" (pages 4 through 9) – are incorporated by reference into the Base Prospectus 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"."

6. In the Base Prospectuses the information contained in first point in "5. Documents incorporated by reference" on the pages indicated in **Item 6** of the **Table** shall be deleted and replaced by the following information:

- "• On page 132 of the Base Prospectus reference is made to the Registration Document of Citigroup Global Markets Deutschland AG dated 7 April 2015, as supplemented by the supplement dated 4 August 2015. The information contained therein – with the exception of the part "Risk Factors" (pages 4 through 9) – are incorporated by reference into the Base Prospectus 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"."

7. In the Base Prospectuses the information contained in first point in "5. Documents incorporated by reference" on the pages indicated in **Item 7** of the **Table** shall be deleted and replaced by the following information:

- "• On page 154 of the Base Prospectus reference is made to the Registration Document of Citigroup Global Markets Deutschland AG dated 7 April 2015, as supplemented by the supplement dated 4 August 2015. The information contained therein – with the exception of the part "Risk Factors" (pages 4 through 9) – are incorporated by reference into the Base Prospectus 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"."

8. In the Base Prospectuses the information contained in first point in "5. Documents incorporated by reference" on the pages indicated in **Item 8** of the **Table** shall be deleted and replaced by the following information:

- "• On page 137 of the Base Prospectus reference is made to the Registration Document of Citigroup Global Markets Deutschland AG dated 7 April 2015, as supplemented by the supplement dated 4 August 2015. The information contained therein – with the exception of the part "Risk Factors" (pages 4 through 9) – are incorporated by reference into the Base Prospectus 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	Supplement No.	Date of the Base Prospectus	Item 1	Item 2	Item 3	Item 4	Item 5	Item 6	Item 7	Item 8
1	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	7 May 2014	Page 8 et seq.	Page 10 et seq.	Page 42 et seq.	Page 131	Page 257 et seq.	n.a.	n.a.	n.a.
2	Base Prospectus for Warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	3	7 May 2014	Page 7 et seq.	Page 9 et seq.	Page 43 et seq.	Page 132	n.a.	Page 225 et seq.	n.a.	n.a.
3	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	1	30 April 2015	Page 8 et seq.	Page 10 et seq.	Page 49 et seq.	Page 154	n.a.	n.a.	Page 299 et seq.	n.a.
4	Base Prospectus for Warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	1	30 April 2015	Page 7 et seq.	Page 9 et seq.	Page 42 et seq.	Page 137	n.a.	n.a.	n.a.	Page 239 et seq.

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).

**Pursuant to article 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.**

**SIGNATURES**

Frankfurt am Main, 4 August 2015

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

by Dirk Heß  
Director

by Steffen Thomas  
Vice President