

# **Supplement**

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

dated 28 September 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 and 10 July 2017 as indicated in the table on page 8.*

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, on 7 April 2017 and on 8 June 2017, 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, on 7 April 2017 and on 8 June 2017, and the base prospectus for warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts dated 10 July 2017 (all base prospectuses together the "**Base Prospectuses**"), is information as regards the Issuer's semi annual financial information as of 30 June 2017 which was published on 28 September 2017 (the "**Semi-Annual-Report**").

The Base Prospectuses are supplemented on the pages as indicated in the table on page 8 (the "**Table**") as follows:

**Amendments regarding Section "I. Summary"**

1. *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 1 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-	<p><b>Key Annual Financial Information of Citigroup Global Markets Deutschland AG</b></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 statement for the short fiscal year from 1 December 2016 through 31 December 2016 and from the audited financial statement for the fiscal year 2016 (fiscal year from 1 December 2015 through 30 November 2016) and from the audited financial statement for the fiscal year 2015 (fiscal year from 1 December 2014 through 30 November 2015), broken down according to economic factors compared to the previous reporting periods (fiscal years 2016 and 2015):</p> <table border="1" data-bbox="427 1514 1449 2069"> <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> <tr> <td></td> <td>01.12.2016</td> <td>01.12.2015</td> <td>01.12.2014</td> </tr> <tr> <td></td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td></td> <td>31.12.2016</td> <td>30.11.2016</td> <td>30.11.2015</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		-	-	-		31.12.2016	30.11.2016	30.11.2015
	31.12.2016	30.11.2016	30.11.2015																											
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	-	-	-																											
	31.12.2016	30.11.2016	30.11.2015																											

<p>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>		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 <b>balance sheet</b> equity capital consists of the following components:</p>			
	<b>31.12.2016</b> in million Euro	<b>30.11.2016</b> in million Euro	<b>30.11.2015</b> 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><b>Key Semi-Annual Financial Information of Citigroup Global Markets Deutschland AG</b></p> <p>The table below provides a comparison of certain noteworthy financial statistics for the first half of the financial year 2017 which have been taken from the unaudited interim financial statements 2017 between the prior fiscal year and/or the previous year's figures and thereby reveals the business development of Citigroup Global Markets Deutschland AG:</p>				
	<b>30.06.2017</b> in million Euro	<b>31.12.2016</b> in million Euro		
Balance sheet total	9,322.4	8,821.6		

		Equity capital	590.5	590.5
			<b>01.01.2017</b> - <b>30.06.2017</b> in million Euro	<b>prior fiscal year</b> <b>(01.12.2015</b> - <b>31.05.2016)</b> in million Euro
		Interest income from loans and money market transactions	3.7	3.8
		Negative interest income from loans and money market transactions	7.4	6.0
		Interest expenses	1.3	1.3
		Positive interest from loans and money market transactions	3.9	2.4
		Commission income	96.8	66.6
		Commission expenses	6.4	1.0
		Net income from financial trading operations	31.4	26.1
		Wages and salaries	33.4	37.6
		Social security contributions, pension and welfare expenses	3.8	2.2
		Other administrative expenses	54.0	44.2
		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.		
		Not applicable; the Issuer declares that since the date of the last unaudited interim financial statements on 30 June 2017 no material change has occurred in the financial or trading position.		

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2. 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 2 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	<p><b>Wesentliche Jahres-Finanzkennziffern der Citigroup Global Markets Deutschland AG</b></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 geprüften Jahresabschluss 2016 (Geschäftsjahr vom 1. Dezember 2015 bis zum 30. November 2016) bzw. dem geprüften Jahresabschluss 2015 (Geschäftsjahr vom 1. Dezember 2014 bis zum 30. November 2015) entnommen wurden, aufgegliedert nach wirtschaftlichen Gesichtspunkten, im Vergleich zu den Finanzzahlen der vorangegangenen Berichtszeiträume (Geschäftsjahre 2016 und 2015) dargestellt:</p>
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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.		<b>31.12.2016</b>	<b>30.11.2016</b>	<b>30.11.2015</b>	
	Bilanzsumme in Mio. Euro	8.821,6	8.134,8	11.205,8	
Eigenkapital in Mio. Euro	590,5	590,5	590,5	590,5	
Durchschnittliche Anzahl der Mitarbeiter im Geschäftsjahr	259	268	270		
Eine Beschreibung wesentlicher Veränderungen bei Finanzlage oder Handelsposition des Emittenten, die nach dem von den historischen Finanzinformationen abgedeckten Zeitraum eingetreten sind.		<b>01.12.2016</b> - <b>31.12.2016</b> in Mio. Euro	<b>01.12.2015</b> - <b>30.11.2016</b> in Mio. Euro	<b>01.12.2014</b> - <b>30.11.2015</b> 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	
	Das <b>bilanzielle Eigenkapital</b> setzt sich zum Bilanzstichtag wie folgt zusammen:				
		<b>31.12.2016</b> in Mio. Euro	<b>30.11.2016</b> in Mio. Euro	<b>30.11.2015</b> in Mio. Euro	
Aktienkapital	210,6	210,6	210,6		
Kapitalrücklage	319,0	319,0	319,0		
Gesetzliche Rücklage	33,0	33,0	33,0		
Andere Gewinnrücklagen	27,9	27,9	27,9		
<b>Wesentliche Halbjahres-Finanzkennziffern der Citigroup Global Markets Deutschland AG</b>					
Die geschäftliche Entwicklung der Citigroup Global Markets Deutschland AG wird nachfolgend anhand einiger Zahlen des ersten Halbjahres des Geschäftsjahres 2017, welche dem ungeprüften Halbjahresfinanzbericht 2017 entnommen wurden, aufgegliedert nach wirtschaftlichen Gesichtspunkten, im Vergleich zu den Vorjahreszahlen bzw. den entsprechenden Vorjahreszeiträumen dargestellt:					
	<b>30.06.2017</b>	<b>31.12.2016</b>			

	Bilanzsumme in Mio. Euro	9.322,4	8.821,6
	Eigenkapital in Mio. Euro	590,5	590,5
		<b>01.01.2017</b> -	<b>01.12.2015</b> -
		<b>30.06.2017</b> in Mio. Euro	<b>31.05.2016</b> in Mio. Euro
	Zinserträge aus Kredit- und Geldmarktgeschäften	3,7	3,8
	Negative Zinserträge aus Kredit- und Geldmarktgeschäften	7,4	6,0
	Zinsaufwendungen	1,3	1,3
	Positive Zinsen aus Kredit- und Geldmarktgeschäften	3,9	2,4
	Provisionserträge	96,8	66,6
	Provisionsaufwendungen	6,4	1,0
	Nettoertrag des Handelsbestands	31,4	26,1
	Löhne und Gehälter	33,4	37,6
	Soziale Abgaben und Aufwendungen für Altersversorgung und für Unterstützung	3,8	2,2
	Andere Verwaltungsaufwendungen	54,0	44,2
	Der Emittent erklärt, dass es keine wesentlichen negativen Veränderungen in den Aussichten des Emittenten seit dem Stichtag des letzten geprüften Jahresabschlusses am 31. Dezember 2016 gegeben hat.		
	Entfällt. Der Emittent erklärt, dass seit dem Stichtag des letzten ungeprüften Halbjahresabschlusses am 30. Juni 2017 keine wesentlichen Veränderungen bei der Finanzlage oder Handelsposition eingetreten sind.		

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#### **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 pursuant to Section 11 German Securities Prospectus Act to the Registration Document of the Issuer dated 16 May 2017, as supplemented by the supplements dated 28 August 2017 and 28 September 2017 (the "**Registration Document**") – with the exception of the part "Risk Factors" (pages 5 through 11)."

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

4. In the Base Prospectuses the information contained in first 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, as supplemented by the supplements dated 28 August 2017 and 28 September 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	Supplement No.	Date of the Base Prospectus	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	5	17 November 2016	11 et seq.	50 et seq.	160	313
2	Base Prospectus for Warrants based on shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	5	17 November 2016	10 et seq.	42 et seq.	139	247
3	Base Prospectus for Warrants relating to shares or securities representing shares, share indices, exchange rates, commodities, futures contracts	2	10 July 2017	10 et seq.	41 et seq.	139	249



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 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, 28 September 2017

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

by Dirk Heß  
Director

by Steffen Thomas  
Vice President