

CITIGROUP INC. UNDERLYING LINKED NOTES BASE PROSPECTUS SUPPLEMENT (No.8) dated 18 October 2022, CGMHI UNDERLYING LINKED NOTES BASE PROSPECTUS SUPPLEMENT (No.8) dated 18 October 2022 and CGMFL UNDERLYING LINKED NOTES BASE PROSPECTUS SUPPLEMENT (No.8) dated 18 October 2022



CITIGROUP INC.
(incorporated in Delaware)

and

CITIGROUP GLOBAL MARKETS HOLDINGS INC.
(a corporation duly incorporated and existing under the laws of the state of New York)

and

CITIGROUP GLOBAL MARKETS FUNDING LUXEMBOURG S.C.A.
(incorporated as a corporate partnership limited by shares (*société en commandite par actions*) under Luxembourg law, with registered office at 31 - Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg and registered with the Register of Trade and Companies of Luxembourg (*Registre de commerce et des sociétés*, Luxembourg) under number B 169.199)

each an issuer under the
Citi Global Medium Term Note Programme

Securities issued by Citigroup Global Markets Holdings Inc. only will be unconditionally and irrevocably guaranteed by
CITIGROUP INC.
(incorporated in Delaware)

Securities issued by Citigroup Global Markets Funding Luxembourg S.C.A only will be unconditionally and irrevocably guaranteed by
CITIGROUP GLOBAL MARKETS LIMITED
(incorporated in England and Wales)

Citigroup Inc. ULN Base Prospectus Supplement (No.8)

This base prospectus supplement ("**Citigroup Inc. ULN Base Prospectus Supplement (No.8)**") constitutes a supplement for the purposes of (i) Article 23 of Regulation (EU) 2017/1129 (as amended, "**EU Prospectus Regulation**") and (ii) Part IV of the Luxembourg Law dated 16 July 2019 relating to prospectuses for securities ("**Luxembourg Prospectus Law**") and is supplemental to, and must be read in conjunction with, the Underlying Linked Notes Base Prospectus dated 17 December 2021 ("**Citigroup Inc. ULN Base Prospectus 2021**"), as supplemented by each of Citigroup Inc. ULN Base Prospectus Supplement (No.1) dated 1 February 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.1)**"), Citigroup Inc. ULN Base Prospectus Supplement (No.2) dated 16 March 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.2)**"), Citigroup Inc. ULN Base Prospectus Supplement (No.3) dated 5 May 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.3)**"), Citigroup Inc. ULN Base Prospectus Supplement (No.4) dated 24 May 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.4)**"), Citigroup Inc. ULN Base Prospectus Supplement (No.5) dated 2 August 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.5)**"), Citigroup Inc. ULN Base Prospectus Supplement (No.6) dated 19 August 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.6)**"), and Citigroup Inc. ULN Base Prospectus Supplement (No.7) dated 16 September 2022 ("**Citigroup Inc. ULN Base Prospectus Supplement (No.7)**") in each case, prepared by Citigroup Inc. (the Citigroup Inc. ULN Base Prospectus 2021 as supplemented by the Citigroup Inc. ULN Base Prospectus Supplement (No.1), the Citigroup Inc. ULN Base Prospectus Supplement (No.2), Citigroup Inc. ULN Base Prospectus Supplement (No.3), Citigroup Inc. ULN Base Prospectus Supplement (No.4), Citigroup Inc. ULN Base Prospectus Supplement (No.5), Citigroup Inc. ULN Base Prospectus

Supplement (No.6), and Citigroup Inc. ULN Base Prospectus Supplement (No.7), "**Citigroup Inc. ULN Base Prospectus**") with respect to the Citi Global Medium Term Note Programme ("**Programme**").

CGMHI ULN Base Prospectus Supplement (No.8)

This base prospectus supplement ("**CGMHI ULN Base Prospectus Supplement (No.8)**") also constitutes a supplement for the purposes of (i) Article 23 of the EU Prospectus Regulation and (ii) Part IV of the Luxembourg Prospectus Law and is supplemental to, and must be read in conjunction with, the Underlying Linked Notes Base Prospectus dated 17 December 2021 ("**CGMHI ULN Base Prospectus 2021**"), as supplemented by each of CGMHI ULN Base Prospectus Supplement (No.1) dated 1 February 2022 ("**CGMHI ULN Base Prospectus Supplement (No.1)**"), CGMHI ULN Base Prospectus Supplement (No.2) dated 16 March 2022 ("**CGMHI ULN Base Prospectus Supplement (No.2)**"), CGMHI ULN Base Prospectus Supplement (No.3) dated 5 May 2022 ("**CGMHI ULN Base Prospectus Supplement (No.3)**"), CGMHI ULN Base Prospectus Supplement (No.4) dated 24 May 2022 ("**CGMHI ULN Base Prospectus Supplement (No.4)**"), CGMHI ULN Base Prospectus Supplement (No.5) dated 2 August 2022 ("**CGMHI ULN Base Prospectus Supplement (No.5)**"), CGMHI ULN Base Prospectus Supplement (No.6) dated 19 August 2022 ("**CGMHI ULN Base Prospectus Supplement (No.6)**"), and CGMHI ULN Base Prospectus Supplement (No.7) dated 16 September 2022 ("**CGMHI ULN Base Prospectus Supplement (No.7)**") in each case, prepared by Citigroup Global Markets Holdings Inc. ("**CGMHI**") and Citigroup Inc. in its capacity as the CGMHI Guarantor (CGMHI ULN Base Prospectus 2021 as supplemented by CGMHI ULN Base Prospectus Supplement (No.1), CGMHI ULN Base Prospectus Supplement (No.2), CGMHI ULN Base Prospectus Supplement (No.3), CGMHI ULN Base Prospectus Supplement (No.4) CGMHI ULN Base Prospectus Supplement (No.5), CGMHI ULN Base Prospectus Supplement (No.6), and CGMHI ULN Base Prospectus Supplement (No.7), "**CGMHI ULN Base Prospectus**") with respect to the Programme.

CGMFL ULN Base Prospectus Supplement (No.8)

This base prospectus supplement ("**CGMFL ULN Base Prospectus Supplement (No.8)**") and, together with Citigroup Inc. ULN Base Prospectus Supplement (No.8) and CGMHI ULN Base Prospectus Supplement (No.8), the "**Supplement**") also constitutes a supplement for the purposes of (i) Article 23 of the EU Prospectus Regulation and (ii) (other than with respect to the CGMFL Relevant Series Supplement (as defined below)) Part IV of the Luxembourg Prospectus Law and is supplemental to, and must be read in conjunction with, the Underlying Linked Notes Base Prospectus dated 17 December 2021 ("**CGMFL ULN Base Prospectus 2021**") as supplemented by each of CGMFL ULN Base Prospectus Supplement (No.1) dated 1 February 2022 ("**CGMFL ULN Base Prospectus Supplement (No.1)**"), CGMFL ULN Base Prospectus Supplement (No.2) dated 16 March 2022 ("**CGMFL ULN Base Prospectus Supplement (No.2)**"), CGMFL ULN Base Prospectus Supplement (No.3) dated 5 May 2022 ("**CGMFL ULN Base Prospectus Supplement (No.3)**"), CGMFL ULN Base Prospectus Supplement (No.4) dated 24 May 2022 ("**CGMFL ULN Base Prospectus Supplement (No.4)**"), CGMFL ULN Base Prospectus Supplement (No.5) dated 2 August 2022 ("**CGMFL ULN Base Prospectus Supplement (No.5)**"), CGMFL ULN Base Prospectus Supplement (No.6) dated 19 August 2022 ("**CGMFL ULN Base Prospectus Supplement (No.6)**"), and CGMFL ULN Base Prospectus Supplement (No.7) dated 16 September 2022 ("**CGMFL ULN Base Prospectus Supplement (No.7)**") in each case, prepared by Citigroup Global Markets Funding Luxembourg S.C.A. ("**CGMFL**") and Citigroup Global Markets Limited in its capacity as the CGMFL Guarantor (CGMFL ULN Base Prospectus 2021 as supplemented by CGMFL ULN Base Prospectus Supplement (No.1), CGMFL ULN Base Prospectus Supplement (No.2), CGMFL ULN Base Prospectus Supplement (No.3), CGMFL ULN Base Prospectus Supplement (No.4), CGMFL ULN Base Prospectus Supplement (No.5), and CGMFL ULN Base Prospectus Supplement (No.6), and CGMFL ULN Base Prospectus Supplement (No.7), "**CGMFL ULN Base Prospectus**" and, together with the Citigroup Inc. ULN Base Prospectus and the CGMHI ULN Base Prospectus, the "**Base Prospectus**"), with respect to the Programme.

In addition to the other matters described in the CGMFL ULN Base Prospectus Supplement (No.8), the CGMFL ULN Base Prospectus Supplement (No.8) also supplements each series of securities described in Schedule 7 hereto issued by CGMFL under the Base Prospectus with respect to the Programme and documented by way of Final Terms in the manner described in the section entitled "*CGMFL Relevant Series Supplement*" (the "**CGMFL Relevant Series Supplement**").

Approvals

This Supplement has been approved by the Central Bank of Ireland (the "**Central Bank**"), as competent authority under the EU Prospectus Regulation. The Central Bank only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the EU Prospectus Regulation. Such approval should not be considered an endorsement of the Issuer or the Guarantor, or of the quality of the Securities that are the subject of the Base Prospectus. Investors should make their own assessment as to the suitability of investing in the Securities. This Supplement (other than with respect to the CGMFL Relevant Series Supplement) has also been approved by the Luxembourg Stock Exchange under Part IV of the Luxembourg Prospectus Law and the Rules and Regulations of the Luxembourg Stock Exchange.

Application has been made to the Irish Stock Exchange plc, trading as Euronext Dublin ("**Euronext Dublin**") for the approval of the Citigroup Inc. ULN Base Prospectus Supplement (No.8), the CGMHI ULN Base Prospectus Supplement (No.8) and the CGMFL ULN Base Prospectus Supplement (No.8) (other than with respect to the CGMFL Relevant Series Supplement) as Base Listing Particulars Supplements (the "**Citigroup Inc. ULN Base Listing Particulars Supplement (No.8)**", the "**CGMHI ULN Base Listing Particulars Supplement (No.8)**" and the "**CGMFL ULN Base Listing Particulars Supplement (No.8)**", respectively, and together, the "**Base Listing Particulars Supplement**"). Save where expressly provided or the context otherwise requires, where Securities are to be admitted to trading on the Global Exchange Market references herein to "Supplement", "Citigroup Inc. ULN Base Prospectus Supplement (No.8)", "CGMHI ULN Base Prospectus Supplement (No.8)" and "CGMFL ULN Base Prospectus Supplement (No.8)" shall be construed to be to "Base Listing Particulars Supplement", "Citigroup Inc. ULN Base Listing Particulars Supplement (No.8)", "CGMHI ULN Base Listing Particulars Supplement (No.8)" and "CGMFL ULN Base Listing Particulars Supplement (No.8)", respectively.

Responsibility Statements

Citigroup Inc. accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the CGMHI ULN Base Prospectus*" and "*Information relating to the CGMFL ULN Base Prospectus*" below (together, "**Citigroup Inc. Excluded Information**")). To the best of the knowledge of Citigroup Inc., the information contained in this Supplement (excluding the Citigroup Inc. Excluded Information) is in accordance with the facts and does not omit anything likely to affect the import of such information.

CGMHI accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. ULN Base Prospectus*" and "*Information relating to the CGMFL ULN Base Prospectus*" below (together, "**CGMHI Excluded Information**")). To the best of the knowledge of CGMHI, the information contained in this Supplement (excluding the CGMHI Excluded Information) is in accordance with the facts and does not omit anything likely to affect the import of such information.

The CGMHI Guarantor accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. ULN Base Prospectus*" and "*Information relating to the CGMFL ULN Base Prospectus*" below (together, "**CGMHI Guarantor Excluded Information**")). To the best of the knowledge of the CGMHI Guarantor, the information contained in this Supplement (excluding the CGMHI Guarantor Excluded Information) is in accordance with the facts and does not omit anything likely to affect the import of such information.

CGMFL accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. ULN Base Prospectus*" and "*Information relating to the CGMHI ULN Base Prospectus*" below (together, "**CGMFL Excluded Information**")). To the best of the knowledge of CGMFL, the information contained in this Supplement (excluding the CGMFL Excluded Information) is in accordance with the facts and does not omit anything likely to affect the import of such information.

The CGMFL Guarantor accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. ULN Base Prospectus*" and "*Information relating to the CGMHI ULN Base Prospectus*" below (together, "**CGMFL Guarantor Excluded Information**")). To the best of the knowledge of the CGMFL Guarantor, the information contained in this Supplement (excluding the CGMFL Guarantor Excluded

Information) is in accordance with the facts and does not omit anything likely to affect the import of such information.

Defined Terms

Terms defined in the Base Prospectus and used in this Supplement and not otherwise defined herein, shall have the same meaning when used in this Supplement, unless the context otherwise requires.

INFORMATION RELATING TO THE CITIGROUP INC. ULN BASE PROSPECTUS

Amendments to Credit Ratings

The information relating to credit ratings set out in the cover pages of the Citigroup Inc. ULN Base Prospectus entitled "*Credit Ratings*" shall be amended as set out in Schedule 1 to this Supplement, reflecting the withdrawal by Fitch of its short term senior debt rating in respect of CGMFL.

Amendments to the Approvals of the Base Prospectus

The information in the introduction to the Base Prospectus set out in the cover pages of the Citigroup Inc. ULN Base Prospectus entitled "*Approvals of the Base Prospectus*" shall be amended as set out in Schedule 2 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to General Information Relating to the Issue of Securities under this Base Prospectus

The information in section F.1 of the Citigroup Inc. ULN Base Prospectus entitled "*General Information Relating to the Issue of Securities under this Base Prospectus*" shall be amended as set out in Schedule 3 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to Taxation of Securities

The information in section F.8 of the Citigroup Inc. ULN Base Prospectus entitled "*Taxation of Securities*" shall be amended as set out in Schedule 4 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to the Pro Forma Final Terms

The Pro Forma Final Terms set out in Section G.3 of the Citigroup Inc. ULN Base Prospectus entitled "*Pro Forma Final Terms*" shall be amended as set out in Schedule 5 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to the Pro Forma Pricing Supplement

The Pro Forma Pricing Supplement set out in Section G.4 of the Citigroup Inc. ULN Base Prospectus entitled "*Pro Forma Pricing Supplement*" shall be amended as set out in Schedule 6 to this Supplement, reflecting the inclusion of Euronext Paris.

General

Save as disclosed in this Supplement (including any documents incorporated by reference herein), there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Citigroup Inc. ULN Base Prospectus since the publication of Citigroup Inc. ULN Base Prospectus Supplement (No.7).

Copies of the Citigroup Inc. ULN Base Prospectus 2021, the Citigroup Inc. ULN Base Prospectus Supplement (No.1), the Citigroup Inc. ULN Base Prospectus Supplement (No.2), the Citigroup Inc. ULN Base Prospectus Supplement (No.3), the Citigroup Inc. ULN Base Prospectus Supplement (No.4), the Citigroup Inc. ULN Base Prospectus Supplement (No.5), the Citigroup Inc. ULN Base Prospectus Supplement (No.6), the Citigroup Inc. ULN Base Prospectus Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the Citigroup Inc. ULN Base Prospectus 2021 will be available on the website specified for each such document in the Citigroup Inc. ULN Base Prospectus.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Citigroup Inc. ULN Base Prospectus 2021 by this Supplement and (b) any statement in the Citigroup Inc. ULN Base Prospectus or otherwise incorporated by reference into the Citigroup Inc. ULN Base Prospectus 2021, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the EU Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities pursuant to the Citigroup Inc. ULN Base Prospectus before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the EU Prospectus Regulation), have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 21 October 2022.

INFORMATION RELATING TO THE CGMHI ULN BASE PROSPECTUS

Amendments to Credit Ratings

The information relating to credit ratings set out in the cover pages of the CGMHI ULN Base Prospectus entitled "*Credit Ratings*" shall be amended as set out in Schedule 1 to this Supplement, reflecting the withdrawal by Fitch of its short term senior debt rating in respect of CGMFL.

Amendments to the Approvals of the Base Prospectus

The information in the introduction to the Base Prospectus set out in the cover pages of the CGMHI ULN Base Prospectus entitled "*Approvals of the Base Prospectus*" shall be amended as set out in Schedule 2 to this Supplement.

Amendments to General Information Relating to the Issue of Securities under this Base Prospectus

The information in section F.1 of the CGMHI ULN Base Prospectus entitled "*General Information Relating to the Issue of Securities under this Base Prospectus*" shall be amended as set out in Schedule 3 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to Taxation of Securities

The information in section F.8 of the CGMHI ULN Base Prospectus entitled "*Taxation of Securities*" shall be amended as set out in Schedule 4 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to the Pro Forma Final Terms

The Pro Forma Final Terms set out in Section G.3 of the CGMHI ULN Base Prospectus entitled "*Pro Forma Final Terms*" shall be amended as set out in Schedule 5 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to the Pro Forma Pricing Supplement

The Pro Forma Pricing Supplement set out in Section G.4 of the CGMHI ULN Base Prospectus entitled "*Pro Forma Pricing Supplement*" shall be amended as set out in Schedule 6 to this Supplement, reflecting the inclusion of Euronext Paris.

General

Save as disclosed in this Supplement (including any documents incorporated by reference herein), there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the CGMHI ULN Base Prospectus since the publication of CGMHI ULN Base Prospectus Supplement (No.7).

Copies of the CGMHI ULN Base Prospectus 2021, the CGMHI ULN Base Prospectus Supplement (No.1), the CGMHI ULN Base Prospectus Supplement (No.2), the CGMHI ULN Base Prospectus Supplement (No.3), the CGMHI ULN Base Prospectus Supplement (No.4), the CGMHI ULN Base Prospectus Supplement (No.5), the CGMHI ULN Base Prospectus Supplement (No.6), the CGMHI ULN Base Prospectus Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the CGMHI ULN Base Prospectus 2021 will be available on the website specified for each such document in the CGMHI ULN Base Prospectus.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMHI ULN Base Prospectus 2021 by this Supplement and (b) any statement in the CGMHI ULN Base Prospectus or otherwise incorporated by reference into the CGMHI ULN Base Prospectus 2021, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the EU Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities pursuant to the CGMHI ULN Base Prospectus before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the EU Prospectus Regulation), have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 21 October 2022 .

INFORMATION RELATING TO THE CGMFL ULN BASE PROSPECTUS

Publication of the Interim Financial Report of Citigroup Global Markets Funding Luxembourg S.C.A. (CGMFL)

On 30 September 2022, CGMFL published its interim financial report containing its unaudited non-consolidated interim financial statements as of and for the six month period ended 30 June 2022 (the **CGMFL 2022 Interim Financial Report**). A copy of the CGMFL 2022 Interim Financial Report has been filed with the Central Bank, Euronext Dublin, the *Commission de Surveillance du Secteur Financier* (the **CSSF**) and the FCA, and has been published on the website of the Luxembourg Stock Exchange (<https://dl.bourse.lu/dlp/1041bad33d8e444bf2a10d22c9227e57e0>). CGMFL is an Issuer under the Programme. By virtue of this Supplement, the CGMFL 2022 Interim Financial Report is incorporated by reference in, and forms part of, the CGMFL ULN Base Prospectus 2021.

The following information appears on the page(s) of the CGMFL 2022 Interim Financial Report as set out below:

1. **The unaudited non-consolidated interim financial statements of CGMFL as of and for the six month period ended 30 June 2022:**

	Page(s)
A. Condensed Interim Statement of Comprehensive Income	1
B. Condensed Interim Balance Sheet	2
C. Condensed Interim Statement of Changes in Equity	3
D. Condensed Interim Cash Flow Statement	4
E. Notes to Condensed Interim Financial Statements	5-25

Any information not specified in the cross-reference list above but included in the CGMFL 2022 Interim Financial Report is not incorporated by reference and is either covered elsewhere in the Base Prospectus or is not relevant for investors.

CGMFL Relevant Series Supplement

In respect of each series of securities described in Schedule 7 hereto, the Issuer has determined to amend the key financial information of CGMFL set out in the Summary of the Securities appended as the Annex to the Final Terms or Amended and Restated Final Terms (as the case may be), as follows:

- (a) the information set out in the sub-section entitled "*What is the key financial information regarding the Issuer?*" in the Summary is deleted in its entirety and replaced with the following:

"What is the key financial information regarding the Issuer?"				
The following key financial information has been extracted from the audited non-consolidated financial statements of the Issuer for the years ended 31 December 2021 and 2020, and from the unaudited non-consolidated interim financial statements of the Issuer for the period ended 30 June 2022.				
Summary information – income statement				
	Year ended 31 December 2021 (audited)	Year ended 31 December 2020 (audited)	Six months ended 30 June 2022 (unaudited)	Six months ended 30 June 2021 (unaudited)
Profit before income tax (<i>in thousands of U.S. dollars</i>)	134	113	46	64
Summary information – balance sheet				
	Year ended 31 December 2021 (audited)	Year ended 31 December 2020 (audited)	Six months ended 30 June 2022 (unaudited)	

Net financial debt (long term debt plus short term debt minus cash) (in thousands of U.S. dollars)	25,387,512	18,588,258	25,979,840
Current ratio (current assets/current liabilities)	100%	100%	100%
Debt to equity ratio (total liabilities/total shareholder equity)	2271318%	1868714%	2253558%
Interest cover ratio (operating income/interest expense)*	Not Applicable	Not Applicable	Not Applicable
Summary information – cash flow statement			
	Year ended 31 December 2021 (audited)	Year ended 31 December 2020 (audited)	Six months ended 30 June 2022 (unaudited)
			Six months ended 30 June 2021 (unaudited)
Net cash flows from operating activities (in thousands of U.S. dollars)	97,426	-11,875	- 185,616
Net cash flows from financing activities (in thousands of U.S. dollars)	7,505,356	4,871,709	6,449,382
Net cash flows from investing activities (in thousands of U.S. dollars)	-7,505,354	-4,871,701	-6,449,360
			-4,409,702
*In accordance with IFRS, the Issuer does not present any interest expenses.			
Qualifications in audit report on historical financial information: There are no qualifications in the audit report of the Issuer on its audited historical financial information."			

The corresponding information in the relevant translations of the Summary (if any) shall also be deemed to be supplemented.

Amendments to Credit Ratings

The information relating to credit ratings set out in the cover pages of the CGMFL ULN Base Prospectus entitled "*Credit Ratings*" shall be amended as set out in Schedule 1 to this Supplement, reflecting the withdrawal by Fitch of its short term senior debt rating in respect of CGMFL.

Amendments to the Approvals of the Base Prospectus

The information in the introduction to the Base Prospectus set out in the cover pages of the CGMFL ULN Base Prospectus entitled "*Approvals of the Base Prospectus*" shall be amended as set out in Schedule 2 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to General Information Relating to the Issue of Securities under this Base Prospectus

The information in section F.1 of the CGMFL ULN Base Prospectus entitled "*General Information Relating to the Issue of Securities under this Base Prospectus*" shall be amended as set out in Schedule 3 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to Taxation of Securities

The information in section F.8 of the CGMFL ULN Base Prospectus entitled "*Taxation of Securities*" shall be amended as set out in Schedule 4 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to the Pro Forma Final Terms

The Pro Forma Final Terms set out in Section G.3 of the CGMFL ULN Base Prospectus entitled "*Pro Forma Final Terms*" shall be amended as set out in Schedule 5 to this Supplement, reflecting the inclusion of Euronext Paris.

Amendments to the Pro Forma Pricing Supplement

The Pro Forma Pricing Supplement set out in Section G.4 of the CGMFL ULN Base Prospectus entitled "*Pro Forma Pricing Supplement*" shall be amended as set out in Schedule 6 to this Supplement, reflecting the inclusion of Euronext Paris.

Significant change and material adverse change

There has been no significant change in the financial or trading position of CGMFL taken as a whole since 30 June 2022 (the date of the most recently published unaudited financial statements of CGMFL), and there has been no material adverse change in the financial position or prospects of CGMFL taken as a whole since 31 December 2021 (the date of the most recently published audited financial statements of CGMFL).

There has been no significant change in the financial performance of CGMFL since 30 June 2022 (the date of the most recently published unaudited financial statements of CGMFL).

Corporate Authorities

The approval of the CGMFL ULN Base Prospectus Supplement (No.8) has been authorised pursuant to resolutions of the board of managers of the Corporate Manager of CGMFL on 11 October 2022.

General

Save as disclosed in this Supplement (including any documents incorporated by reference herein), there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the CGMFL ULN Base Prospectus since the publication of the CGMFL ULN Base Prospectus Supplement (No.7).

Copies of the CGMFL ULN Base Prospectus 2021, the CGMFL ULN Base Prospectus Supplement (No.1), the CGMFL ULN Base Prospectus Supplement (No.2), the CGMFL ULN Base Prospectus Supplement (No.3), the CGMFL ULN Base Prospectus Supplement (No.4), the CGMFL ULN Base Prospectus Supplement (No.5), the CGMFL ULN Base Prospectus Supplement (No.6), the CGMFL ULN Base Prospectus Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the CGMFL ULN Base Prospectus 2021 will be available on the website specified for each such document in the CGMFL ULN Base Prospectus.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMFL ULN Base Prospectus 2021 by this Supplement and (b) any statement in the CGMFL ULN Base Prospectus or otherwise incorporated by reference into the CGMFL ULN Base Prospectus 2021, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the EU Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities pursuant to the CGMFL ULN Base Prospectus before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the EU Prospectus Regulation), have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 21 October 2022.

SCHEDULE 1

AMENDMENTS TO CREDIT RATINGS

The information set out on page xvi of the Base Prospectus under the section entitled "*Credit Ratings*" is amended by deleting the third paragraph of that section (commencing "CGMFL has a long term/short term senior debt rating...") and corresponding footnote 3 in their respective entirety and replacing them respectively with the following new paragraph and new corresponding footnote 3:

"CGMFL has a long term/short term senior debt rating of A+/A-1 by S&P, and long term senior debt rating of A+ by Fitch and A1 by Moody's.³

³"A+" by S&P: An obligor rated "A" has strong capacity to meet its financial commitments but is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligors in higher-rated categories. The addition of a plus sign shows the relative standing within the rating category (source: www.standardandpoors.com).

"A-1" by S&P: An obligor rated "A-1" has strong capacity to meet its financial commitments. It is rated in the highest category by S&P Global Ratings (source: www.standardandpoors.com).

"A+" by Fitch: "A" ratings denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings. The modifiers '+' or '-' may be appended to a rating to denote relative status within major rating categories (source: www.fitchratings.com).

"A1" by Moody's: Obligations rated "A" are judged to be upper-medium grade and are subject to low credit risk. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category (source: www.moody.com).

SCHEDULE 2

AMENDMENTS TO THE APPROVALS OF THE BASE PROSPECTUS

The information set out on page vi of the Base Prospectus in the section entitled "*Approvals of the Base Prospectus*" is amended by deleting the third paragraph of that section (commencing "However, there can be no assurance that...") in its entirety and replacing it with the following:

"However, there can be no assurance that such applications will be approved or that, if approved, any such approval will be given within a specified timeframe. Application will be made to the Irish Stock Exchange plc, trading as Euronext Dublin (**Euronext Dublin**) for the Securities issued during the period of twelve months after the date of this Base Prospectus to be admitted to the official list (the **Official List**) and to trading on its regulated market. An electronic copy of this Base Prospectus will be published on the website of Euronext Dublin at <https://live.euronext.com>. In addition, application will be made to the Luxembourg Stock Exchange for the Securities issued during the period of twelve months after the date of this Base Prospectus to be admitted to the Official List of the Luxembourg Stock Exchange and to trading on the regulated market of the Luxembourg Stock Exchange. An electronic copy of this Base Prospectus, the relevant documents incorporated by reference herein, and the Issue Terms of such Securities will be published on the website of the Luxembourg Stock Exchange at www.bourse.lu, for so long as the Securities are listed on the Luxembourg Stock Exchange. Application may be made for Securities (other than Exempt Securities) issued under the Programme to be listed on the NASDAQ Stockholm AB and admitted to trading on the regulated market of the NASDAQ Stockholm AB or to be listed on the Italian Stock Exchange and admitted to trading on the electronic "Bond Market" organised and managed by Borsa Italiana S.p.A. (the **MoT**), but there can be no assurance that any such listing will occur on or prior to the date of issue of any Securities, as the case may be, or at all. Application may also be made for Securities issued under the Programme to be admitted to trading (i) on the multilateral trading facility of securitised derivatives financial instruments, organised and managed by Borsa Italiana S.p.A. (the **SeDeX**) and (ii) on the multilateral trading facility of EuroTLX managed by Borsa Italiana S.p.A. (**EuroTLX**) but there can be no assurance that any such listing will occur on or prior to the date of issue of any Securities, as the case may be, or at all. For the avoidance of doubt, SeDeX and EuroTLX are not regulated markets for the purposes of MiFID II. Application may also be made for Securities issued under the Programme to be listed to the official list and admitted to trading on the Open Market (Regulated Unofficial Market) (Freiverkehr) of the Frankfurt Stock Exchange (Börse Frankfurt AG) but there can be no assurance that any such listing will occur on or prior to the date of issue of any Securities, as the case may be, or at all. For the avoidance of doubt, the Open Market (Regulated Unofficial Market) (Freiverkehr) of the Frankfurt Stock Exchange (Börse Frankfurt AG) is not a regulated market for the purposes of MiFID II. Application may also be made for Securities issued under the Programme to be listed on the Paris Stock Exchange trading as Euronext Paris (**Euronext Paris**) for the Securities issued during the period of twelve months after the date of this Base Prospectus. The Central Bank may, at the request of the Issuer, send to a competent authority of another Member State of the EEA (i) a copy of this Base Prospectus, and (ii) a certificate of approval pursuant to Article 25 of the EU Prospectus Regulation attesting that this Base Prospectus has been drawn up in accordance with the EU Prospectus Regulation."

SCHEDULE 3

AMENDMENTS TO SECTION F.1 – GENERAL INFORMATION RELATING TO THE ISSUE OF SECURITIES UNDER THIS BASE PROSPECTUS

The information set out in Section F.1 of the Base Prospectus entitled "*General Information Relating to the Issue of Securities under this Base Prospectus*" on page 178 of the Base Prospectus shall be amended by inserting the following new sub-paragraph under paragraph 1 after the penultimate sub-paragraph and before the final paragraph:

"Application will be made for the Securities to be listed on the official list and admitted to trading on Euronext Paris."

SCHEDULE 4

AMENDMENTS TO SECTION F.8 – TAXATION OF SECURITIES

The information set out in paragraph (a) under the heading "*Interest on Securities*" in Section F.8 of the Base Prospectus entitled "*Taxation of Securities*" on page 257 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

- "(a) where the Securities carry a right to interest and are and continue to be listed and admitted to trading on a "recognised stock exchange", within the meaning of section 1005 of the Income Tax Act 2007. The London Stock Exchange is a recognised stock exchange. Securities will be treated as listed on the London Stock Exchange if they are included in the Official List (within the meaning of and in accordance with the provisions of Part 6 of the Financial Services and Markets Act 2000) and admitted to trading on the London Stock Exchange. The Frankfurt Stock Exchange, Euronext Dublin, Euronext Paris, the Italian Stock Exchange, the Luxembourg Stock Exchange and the Stockholm Stock Exchange have been recognised as "recognised stock exchanges". The Securities will satisfy this requirement if they are officially listed in Germany, Ireland, France, Italy, Luxembourg or Sweden in accordance with provisions corresponding to those generally applicable in EEA states and are admitted to trading on the Frankfurt Stock Exchange, Euronext Dublin, Euronext Paris, the Italian Stock Exchange, the Luxembourg Stock Exchange or the Stockholm Stock Exchange. HMRC published guidance is that Securities listed and admitted to trading on the following markets satisfy these requirements: the Regulierter markets of the Frankfurt Stock Exchange (but not the Freiverkehr markets), the main market and Global Exchange Market of Euronext Dublin (but not the Enterprise Securities Market), the electronic bond market and the electronic securitised derivatives market of the Italian Stock Exchange, the regulated market and the Euro MTF market of the Luxembourg Stock Exchange and the main market (but not the First North market) of the Stockholm Stock Exchange forming part of NASDAQ OMX Nordic Exchange. Provided, therefore, that the Securities carry a right to interest and are and remain so listed on a "recognised stock exchange", interest on the Securities will be payable without deduction of or withholding on account of United Kingdom tax;"

SCHEDULE 5

AMENDMENTS TO THE PRO FORMA FINAL TERMS

The Pro Forma Final Terms set out in Section G.3 of the Base Prospectus entitled "*Pro Forma Final Terms*" shall be amended as follows:

- (a) by deleting in its entirety Paragraph 1 (*Listing and Admission to Trading – Admission to trading and listing*) under the heading "Part B – Other Information" on page 1020 of the Base Prospectus and replacing it with the following:

"1. LISTING AND ADMISSION TO TRADING:

Admission to trading and listing:

[Application [has been/will be] made by the Issuer (or on its behalf) for the [Tranche [●]] Securities to be admitted to trading on [the Regulated Market of [Euronext Dublin/Euronext Paris/the Luxembourg Stock Exchange/the NASDAQ Stockholm AB/the electronic "Bond Market" organised and managed by Borsa Italiana S.p.A. (the MoT)]/[the multilateral trading facility of securitised derivatives financial instruments, organised and managed by Borsa Italiana S.p.A. (the "SeDeX") / the multilateral trading facility of EuroTLX managed by Borsa Italiana S.p.A. ("EuroTLX")]]/[the Open Market (Regulated Unofficial Market Freiverkehr) of the [Frankfurt Stock Exchange (Börse Frankfurt AG)]] [and to listing on [the official list of [Euronext Dublin/Euronext Paris/the Luxembourg Stock Exchange/the NASDAQ Stockholm AB/the Italian Stock Exchange]] [the Open Market (Regulated Unofficial Market Freiverkehr) of the [Frankfurt Stock Exchange (Börse Frankfurt AG)]] with effect from on or around [●] [of the Tranche [●] Securities]] [Not Applicable]

(where the Securities are listed and admitted to trading on more than one exchange, repeat as necessary)

(the Open Market (Regulated Unofficial Market Freiverkehr) of the Frankfurt Stock Exchange (Börse Frankfurt AG), SeDeX and EuroTLX are not regulated markets for the purpose of MiFID II)

[Tranche [●] of the Securities has been admitted to trading on [the Regulated Market of [Euronext Dublin/Euronext Paris/the Luxembourg Stock Exchange/the NASDAQ Stockholm AB/ the electronic "Bond Market" organised and managed by Borsa Italiana S.p.A. (the MoT)]/[the multilateral trading facility of securitised derivatives financial instruments, organised and managed by Borsa Italiana S.p.A. (the "SeDeX") / the multilateral trading facility of EuroTLX managed by Borsa Italiana S.p.A. ("EuroTLX")]]/[the Open Market (Regulated Unofficial Market Freiverkehr) of the [Frankfurt Stock Exchange (Börse Frankfurt AG)]] [and to listing on the official list of [Euronext

Dublin/Euronext Paris/the Luxembourg Stock Exchange/the NASDAQ Stockholm AB/the Italian Stock Exchange] [the Open Market (Regulated Unofficial Market Freiverkehr) of the [Frankfurt Stock Exchange (Börse Frankfurt AG)]] with effect from [●]/[[●] of the Tranche [●] Securities]] (*Where documenting a fungible issue, need to indicate that original Securities are already admitted to trading*)

(*the Open Market (Regulated Unofficial Market Freiverkehr) of the Frankfurt Stock Exchange (Börse Frankfurt AG), SeDeX and EuroTLX are not regulated markets for the purpose of MiFID II*)

[Estimate of total expenses related to [●]].
admission to trading:

- (b) paragraph (A) (*Mandatory Early Redemption Underlying*) of sub-heading "*Underlying(s) relevant to Mandatory Early Redemption, Mandatory Early Redemption Performance Provisions and levels of the Mandatory Early Redemption Underlying(s)*" in item 14(iii) (*Mandatory Early Redemption Provisions*) on page 947 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

[[●]] [The Underlyings specified in item 12 above] [and [each] such Mandatory Early Redemption Underlying shall be an Mandatory Early Redemption Outperformance [A/B] Underlying (*specify for each Mandatory Early Redemption Underlying where Outperformance Provisions apply in respect of the Mandatory Early Redemption Performance Provisions*)] [Not Applicable]

- (c) paragraph (B) (*Mandatory Early Redemption Barrier Underlying(s)*) of sub-heading "*Underlying(s) relevant to Mandatory Early Redemption, Mandatory Early Redemption Performance Provisions and levels of the Mandatory Early Redemption Underlying(s)*" in item 14(iii) (*Mandatory Early Redemption Provisions*) on page 947 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

[The Mandatory Early Redemption Underlying/All of the Mandatory Early Redemption Underlyings/Any Mandatory Early Redemption Underlying/The Mandatory Early Redemption Performance Underlying/Each Mandatory Early Redemption Underlying (subject to a minimum of [●] Mandatory Early Redemption Underlyings)/Not Applicable]

(*repeat as necessary in respect of each MER Date and/or, as the case may be, each Mandatory Early Redemption Barrier Event*)

SCHEDULE 6

AMENDMENTS TO THE PRO FORMA PRICING SUPPLEMENT

The Pro Forma Pricing Supplement set out in Section G.4 of the Base Prospectus entitled "*Pro Forma Pricing Supplement*" shall be amended as follows:

- (a) by deleting in its entirety Paragraph 1 (*Listing and Admission to Trading – Admission to trading and listing*) under the heading "Part B – Other Information" on page 1226 of the Base Prospectus and replacing it with the following:

"1. LISTING AND ADMISSION TO TRADING:

Admission to trading and listing:

[Application [has been/is expected to be] made by the Issuer (or on its behalf) for the [Tranche [●]] Securities to be admitted to trading on [specify relevant non-EEA/United Kingdom regulated market (for example, the Global Exchange Market of Euronext Dublin or the Euro MTF of the Luxembourg Stock Exchange) and, if relevant, listing on an official list (for example, the official list of Euronext Dublin, the official list of Euronext Paris or the official list of the Luxembourg Stock Exchange)] with effect from on or around [●] [of the Tranche [●] Securities]] [Not Applicable]

[Tranche [●] of the Securities has been admitted to trading on [specify relevant non-EEA/United Kingdom regulated market (for example, the Global Exchange Market of Euronext Dublin or the Euro MTF of the Luxembourg Stock Exchange) and, if relevant, listing on an official list (for example, the official list of Euronext Dublin, the official list of Euronext Paris or the official list of the Luxembourg Stock Exchange)] with effect from [●]/[[●] of the Tranche [●] Securities]] (Where documenting a fungible issue, need to indicate that original Securities are already admitted to trading)

Estimated expenses relating to admission to trading: [●]".

- (b) paragraph (A) (*Mandatory Early Redemption Underlying*) of sub-heading "*Underlying(s) relevant to Mandatory Early Redemption, Mandatory Early Redemption Performance Provisions and levels of the Mandatory Early Redemption Underlying(s)*" in item 14(iii) (*Mandatory Early Redemption Provisions*) on page 1153 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

[[●]] [The Underlyings specified in item 12 above] [and [each] such Mandatory Early Redemption Underlying shall be an Mandatory Early Redemption Outperformance [A/B] Underlying (specify for each Mandatory Early Redemption Underlying where Outperformance Provisions apply in respect of the Mandatory Early Redemption Performance Provisions)] [Not Applicable]

- (c) paragraph (B) (*Mandatory Early Redemption Barrier Underlying(s)*) of sub-heading "*Underlying(s) relevant to Mandatory Early Redemption, Mandatory Early Redemption Performance Provisions and levels of the Mandatory Early Redemption Underlying(s)*" in item

14(iii) (*Mandatory Early Redemption Provisions*) on page 1153 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

[The Mandatory Early Redemption Underlying/All of the Mandatory Early Redemption Underlyings/Any Mandatory Early Redemption Underlying/The Mandatory Early Redemption Performance Underlying/Each Mandatory Early Redemption Underlying (subject to a minimum of [●] Mandatory Early Redemption Underlyings)/Not Applicable]

(repeat as necessary in respect of each MER Date and/or, as the case may be, each Mandatory Early Redemption Barrier Event)

SCHEDULE 7

SERIES OF SECURITIES RELATING TO THE CGMFL RELEVANT SERIES SUPPLEMENT

- (i) Issue of up to PLN 100,000,000 Certificates with Autocall Feature linked to the Worst Performing of Bayer AG, Merck & Co., Inc. and Novartis AG, due November 2025 (Series: CGMFL52696; ISIN: XS2532871790)
- (ii) Issue of EUR 100,000,000 Snowballing Autocall Notes linked to the S&P Transatlantic 100 Net Zero 2050 Paris-Aligned ESG Select 5% Decrement EUR NTR, due February 2033 (Series: CGMFL51028; ISIN: FR001400BT10)
- (iii) Issue of EUR 30,000,000 Snowballing Autocall Notes linked to the iSTOXX® Single Stock on Société Générale GR Decrement 1.65 Price EUR Index, due January 2033 (Series: CGMFL52932; ISIN: FR001400D302)
- (iv) Issue of EUR 60,000,000 Snowballing Autocall Notes linked to the S&P Transatlantic 100 Net Zero 2050 Paris-Aligned ESG Select 50 Point Decrement EUR TR Index, due December 2032 (Series: CGMFL52793; ISIN: FR001400CZM7)
- (v) Issue of EUR 30,000,000 Snowballing Autocall Notes linked to the iSTOXX Single Stock on Stellantis GR Decrement 1 Price EUR Index, due November 2028 (Series: CGMFL52081; ISIN: FR001400CK16)
- (vi) Issue of EUR 60,000,000 Snowballing Autocall Notes due December 2032 linked to the Shares of Axa S.A., BNP Paribas S.A., Engie S.A., Bouygues S.A. and Bayerische Motoren Werke AG (Series: CGMFL51968; ISIN: FR001400CGQ8)
- (vii) Issue of EUR 30,000,000 Snowballing Autocall Notes linked to the iSTOXX® Single Stock on Stellantis GR Decrement 1 Price EUR Index due December 2032 (Series: CGMFL52343; ISIN: FR001400COP4)
- (viii) Issue of EUR 80,000,000 Snowballing Autocall Notes linked to the S&P Eurozone 50 Net Zero 2050 Paris-Aligned ESG Select 50 Point Decrement Index (Series 2) (EUR) TR due December 2032 (Series: CGMFL50413; ISIN: FR001400B629)
- (ix) Issue of EUR 95,000,000 Snowballing Autocall Notes linked to the S&P Eurozone 50 Net Zero 2050 Paris-Aligned ESG Select 50 Point Decrement (EUR) TR, due December 2034 (Series: CGMFL51454; ISIN: FR001400C6B6)
- (x) Issue of EUR 30,000,000 Snowballing Autocall Notes linked to the iSTOXX® Single Stock on Société Générale GR Decrement 1.65 Price EUR Index, due November 2032 (Series: CGMFL52134; ISIN: FR001400CKO5)
- (xi) Issue of EUR 40,000,000 Snowballing Autocall Notes linked to the EURO iSTOXX ESG Performance 50 GR Decrement 45 Index, due November 2032 (Series: CGMFL52179; ISIN: FR001400C5H5)
- (xii) Issue of Up to 20,000 Units of Euro 1,000 Fixed Coupon Autocall Certificates Based Upon AXA S.A. (Series: CGMFL53017; ISIN: XS2474835944)
- (xiii) Issue of up to 5802 Units of Euro 1,000 Fixed Coupon Autocall Notes Based upon UniCredit SpA. (Series: CGMFL52593; ISIN: XS2474836595)