



CITIGROUP INC.

ANNUAL MEETING OF STOCKHOLDERS

April 25, 2023 – 9:00 a.m. E.T.

Virtual Meeting

Call to Order and Opening Comments	John C. Dugan
Report of the Secretary of the Meeting	Brent J. McIntosh
Report of the Chief Executive Officer	Jane N. Fraser
Matters for Action:	John C. Dugan
1. Election of Directors	
2. Ratification of the Selection of the Independent Registered Public Accountants for 2023	
3. Consideration of Our 2022 Executive Compensation	
4. Approve Additional Shares under the Citigroup 2019 Stock Incentive Plan	
5. Advisory Vote to Approve the Frequency of Future Advisory Votes on Executive Compensation	
6. Four Stockholder Proposals (presented by individual stockholders)	
7. Closing of the Polls	
General Question and Answer Period	John C. Dugan / Jane N. Fraser
Vote Report	Brent J. McIntosh
Adjournment	John C. Dugan



Annual Meeting Procedures

- Unless otherwise announced by the Chair, the business of the meeting (including questions and comments from stockholders) will be considered in the order set forth in the agenda.
- Only one stockholder can access the meeting per 16-digit Control Number. Those without a control number may attend as guests of the meeting, but they will not have the option to vote or ask questions or otherwise participate during the virtual meeting.
- If you have not voted by proxy, or if you wish to change your vote, you may do so by clicking on the voting button on the web portal and following the instructions.
- A stockholder may appoint only one proxy to represent them at the meeting.
- Stockholders may ask questions or make comments by using the “Ask A Question” box in the web portal.
- While we do not limit the number of questions you may ask, please limit each entry into the “Ask A Question” box to a single question. We will not respond to entries that include multiple questions.
- Questions that are substantially similar may be grouped and answered once to avoid repetition.
- Personal issues and claims are not appropriate subjects for public discussion at the meeting. If you need assistance with a personal financial issue, please enter your concern in the web portal during the meeting and a member of the Customer Service Team will contact you.
- Questions related to personal matters, that are not pertinent to Annual Meeting matters, or that contain derogatory references to individuals, use offensive language, or are otherwise out of order or not suitable for the conduct of the Annual Meeting, will not be addressed during the meeting.
- *Please note that all recordings of the 2023 Annual Meeting are deemed the property of Citigroup Inc.*
- The meeting may be adjourned at the sole discretion of the Chair.

Emergency Procedures in case of Technical Difficulties during the Annual Meeting

If there are any technical issues in convening or hosting the meeting, information on when and how the meeting will be reconvened will be displayed during the scheduled time of the meeting on the Virtual Meeting Platform. If we are unable to proceed with the meeting, please be advised that the Notice of the Annual Meeting has been properly served; a quorum is present; all proposals will be deemed to be properly before the meeting; and the meeting is adjourned. In order to provide stockholders the opportunity to vote, *if we adjourn the meeting before the polls are closed*, the polls will remain open and will stay open until 1:00 p.m. Eastern Time today to receive votes. You may vote on the web portal by accessing www.virtualshareholdermeeting.com/CITI2023 and using your 16-digit Control Number.