

Citi acting through its divisions in the UK and EEA

Inducements

This disclosure document is provided by Citi acting through its Markets and Securities Services division in the UK and EEA (“Citi”, “we”, “us”, “our”), and is provided to Citi’s clients (“you”).

This disclosure document applies in relation to various Citi legal entities including but not limited to Citigroup Global Markets Europe AG (“CGME”), Citibank Europe plc (“CEP”) and Citigroup Global Markets Limited (“CGML”) (and their respective branches) and Citibank N.A., London Branch and Citibank N.A., Milan Branch.

In the course of providing services to you, we may pay or receive fees, commissions, rebates or non-monetary benefits from third parties (including any affiliates). Subject to the below, such payments or benefits will be (i) designed to enhance the quality of the services we provide to you; and (ii) will not impair compliance with our duty to act honestly, fairly and professionally in accordance with our clients’ best interests.

Where Citi pays or receives any fee, commission, rebate or non-monetary benefit we will disclose the existence, nature and amount of the payment or non-monetary benefit, or where the amount cannot yet be ascertained, the method for calculating that amount, separately to you in accordance with our regulatory obligations. Where we receive on-going payments or non-monetary benefits in relation to a service provided to you, we will inform you at least annually about the actual amount of payments or non-monetary benefits received or paid.

The above does not apply to payments or benefits which enable or are necessary for the provision of investment services and which do not impair compliance with our duty to act honestly, fairly and professionally in accordance with our clients’ best interests. In addition, certain payments may be made or amounts allocated or attributed between us and our affiliates in connection with the services provided to you. Such payments, allocations and attributions will not be subject to further disclosure where they are the result of group accounting policies, tax or other regulatory requirements and do not in our view result in you suffering any disadvantage, or, where they enable or are necessary for the provision of our services to you and do not in our view give rise to conflicts with our obligations to act honestly, fairly and professionally in accordance with your best interests.

Minor non-monetary benefits

In the course of providing services to you, Citi may provide or receive minor non-monetary benefits that are classified as acceptable (“MNMBs”). We may disclose acceptable MNMBs to you in a generic way.

Those MNMBs that Citi may provide or receive, without making additional disclosure, include:

- (i) information or documentation relating to one or more financial instruments or investment services that is generic in nature or personalised to reflect the circumstances of an individual client;
- (ii) written material from a third party that is commissioned and paid for by a corporate issuer or potential issuer to promote a new issuance by a company, or where the third party firm is contractually engaged and paid by the issuer to produce such material on an ongoing basis, provided that the relationship is clearly disclosed in the material and that the material is made available at the same time to any firms wishing to receive it, or to the general public;

- (iii) participation in conferences, seminars and other training events on the benefits and features of a specific financial instrument or an investment service;
- (iv) hospitality of a reasonable *de minimis* value such as food and drink during a business meeting or a conference, seminar or other training event mentioned under (iii) above;
- (v) non-substantive material or services consisting of short-term market commentary on the latest economic statistics or company results or information on upcoming releases or events which may be deemed to be information relating to a financial instrument or investment service of a scale and nature that it constitutes an acceptable MNMB in accordance with our regulatory obligations; and
- (vi) such other MNMBs as may be specified or permitted under the applicable laws and regulations.