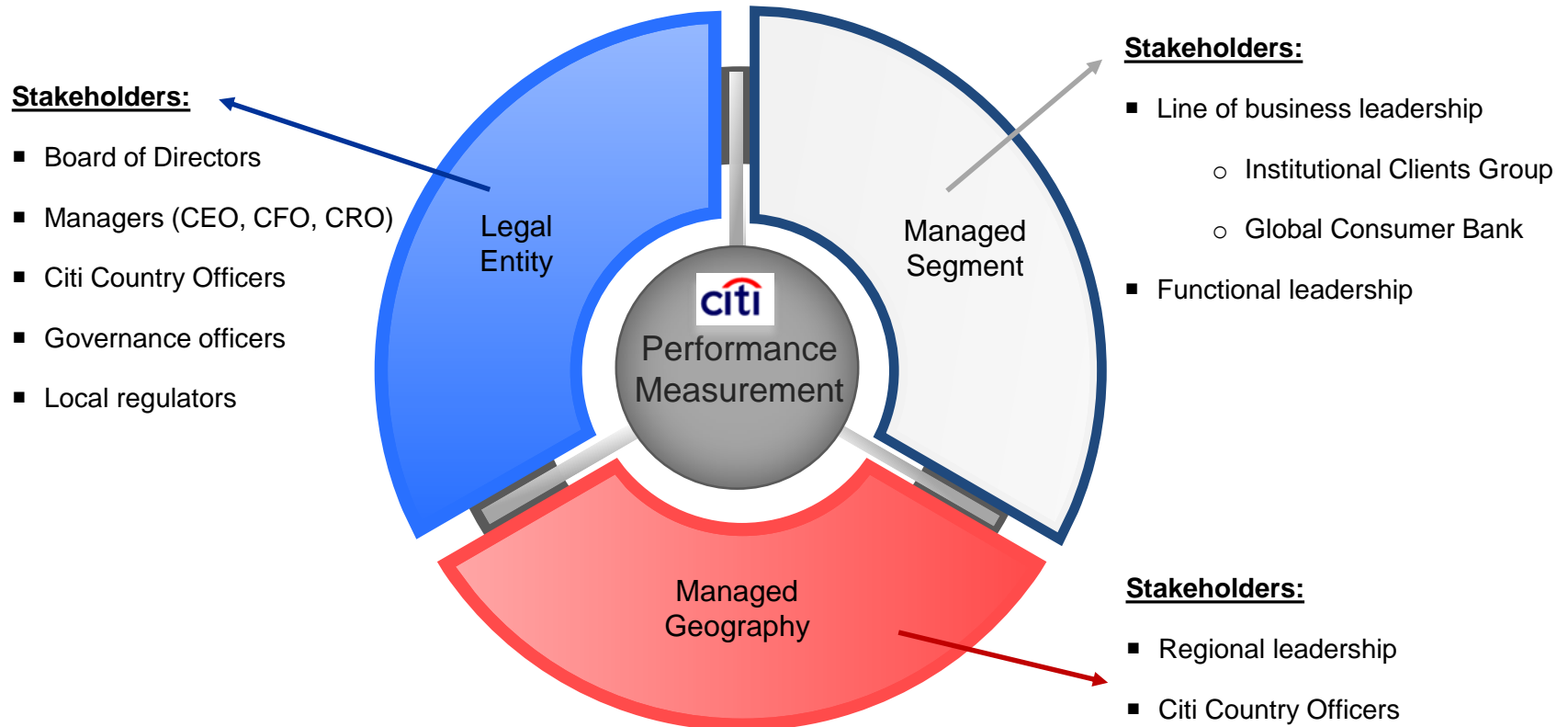


# Intro to Booking Model Management and Legal Entity Rationalization

February 2020

# Citi is managed by Legal Entity, by Geography and by Business Line

**Proper management of individual legal entities is as important as proper management of individual lines of business or geographies**



**Booking Model Management relies on legal entities being managed as standalone units – they are not fungible parts of “consolidated Citi”**

# Remit of Booking Model Management Team

**Governance Structure  
(Legal Entity Steering Committee)**

**Legal Entity Policy**

**Legal Entity Standard**

**Booking Model Policy**

**Booking Model Standard**

**13 Legal Entity Principles**

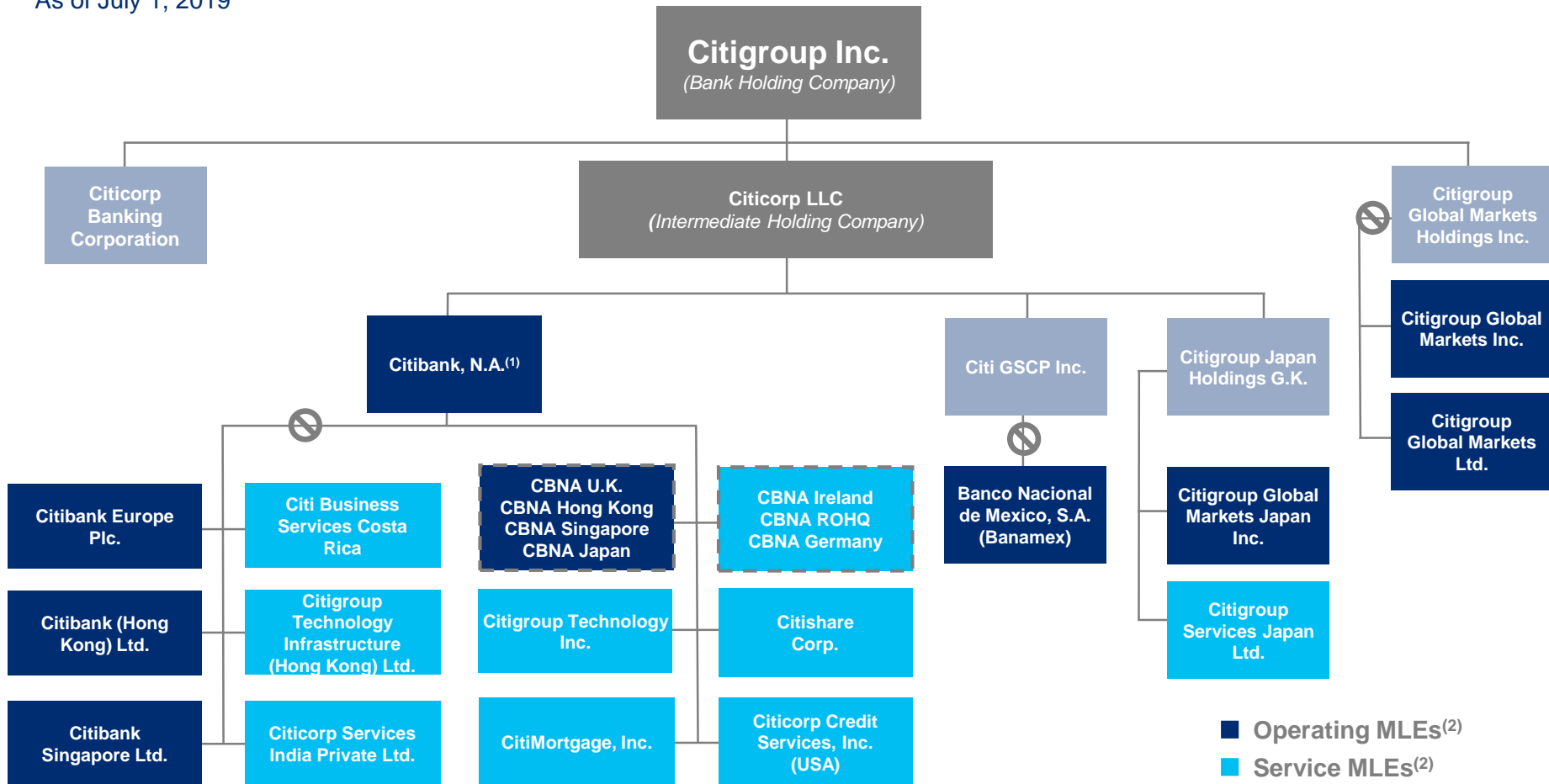
**5 Booking Model Principles**

Creates principles-based approach and governance framework around how Citi's legal entity infrastructure is **organized**

Creates principles-based approach and governance framework around how Citi's legal entity infrastructure is **utilized**

# Citigroup Material Legal Entities

As of July 1, 2019



- Operating MLEs<sup>(2)</sup>
- Service MLEs<sup>(2)</sup>
- All Other Entities<sup>(3)</sup>
- ▤ Branches of CBNA
- ⊘ Certain IHCs omitted

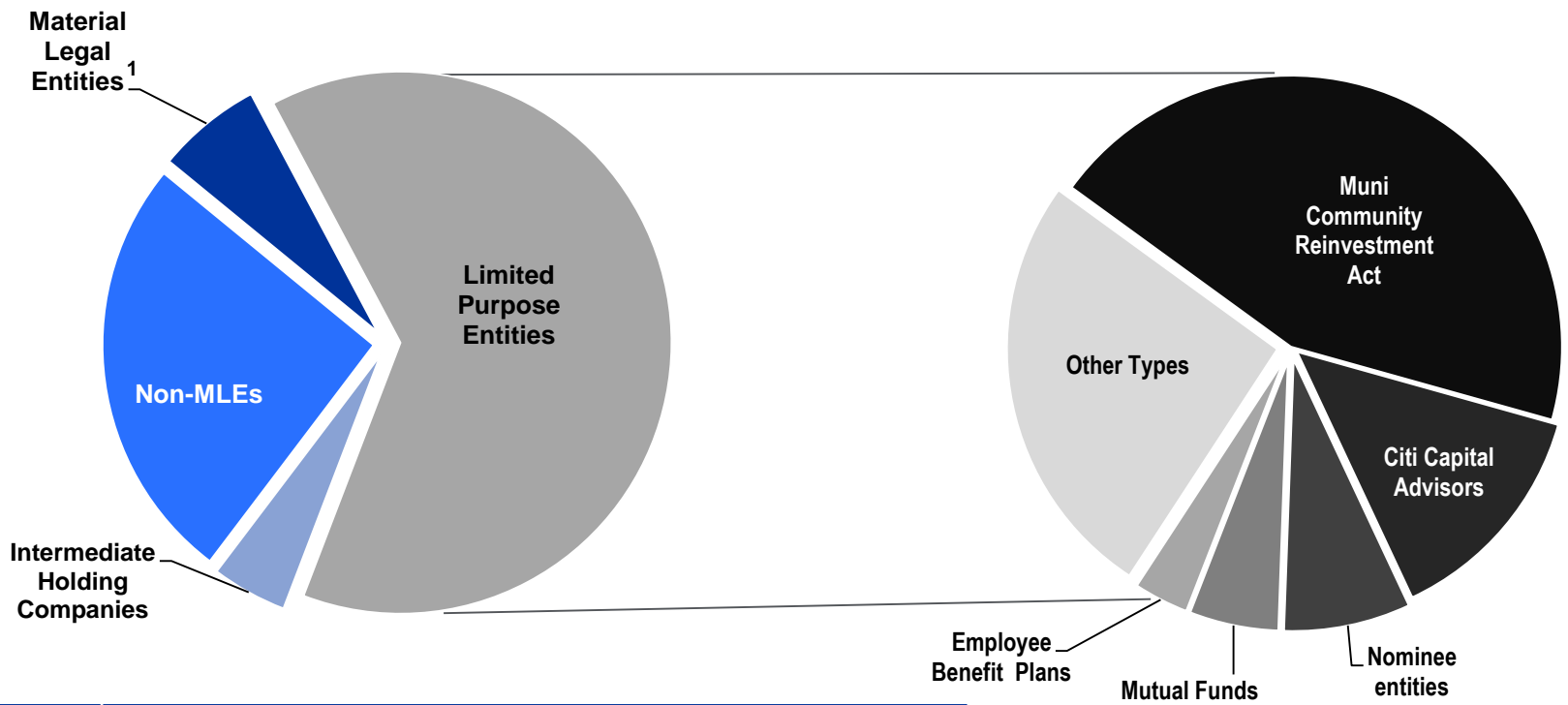
(1) The U.S.-based operations of Citibank, N.A. are referenced as 'Citibank, N.A. Home Office' in Citigroup's 2019 Resolution Plan

(2) Represents Material Legal Entities (MLEs) as defined by the 165(d) Rule under the Dodd-Frank Act, which specifies that an MLE is an entity, including a subsidiary or foreign office, that is significant to the activities of a Core Business Line (CBL) or Critical Operation (CO). Material Legal Entities reported under the Dodd-Frank Act may differ from the significant legal entity subsidiaries as reported in Citi's SEC filings.

(3) Represents intermediate holding companies not identified as MLEs in Citigroup's 2019 Resolution Plan, included to illustrate Citi's organizational structure

# Citi requires the appropriate set of legal entities to effectively execute its strategy

**Citi's population of Controlled legal entities each serve a specific organizational need necessary for Citi to execute its strategy**



Type	Description
MLE	Material Legal Entities as defined by Citigroup Resolution Planning
Non-MLE	Other risk-taking entities, and entities that provide services to those entities
IHC	Intermediate Holding Cos. that exist solely to own other Citi entities
LPE	"Limited Purpose Entities" that serve very narrow purposes to facilitate client transactions or meet regulatory requirements

<sup>1</sup> Represents the number of Controlled legal entities comprising the 25 MLEs described in Citigroup's 2019 Resolution Plan