

CITIGROUP INC  
Form 3  
February 09, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p><b>MAHERAS THOMAS G</b></p> <p>(Last) (First) (Middle)</p> <p>C/O CITIGROUP INC. CORPORATE LAW DEPT., 425 PARK AVENUE 2ND FLOOR</p> <p>(Street)</p> <p>NEW YORK, NY 10043</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/01/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CITIGROUP INC [C]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Co-President Citigroup CIB</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options (Right to Buy)	11/01/2006	04/18/2010	Common Stock	19,538	\$ 49.95	D	Â
Employee Stock Options (Right to Buy)	07/18/2001	01/18/2010	Common Stock	22,020.8	\$ 50.19	D	Â
Employee Stock Options (Right to Buy)	05/06/2001	01/19/2009	Common Stock	3,413.88	\$ 50.31	D	Â
Employee Stock Options (Right to Buy)	05/06/2001	03/25/2008	Common Stock	31,568.8	\$ 50.31	D	Â
Employee Stock Options (Right to Buy)	07/19/2001	01/19/2009	Common Stock	9,161.9	\$ 50.6	D	Â
Employee Stock Options (Right to Buy)	07/23/2004	02/13/2012	Common Stock	24,057	\$ 50.69	D	Â
Employee Stock Options (Right to Buy)	04/05/2007	02/13/2012	Common Stock	73,078	\$ 51.03	D	Â
Employee Stock Options (Right to Buy)	07/04/2001	01/19/2009	Common Stock	5,578.65	\$ 51.24	D	Â
Employee Stock Options (Right to Buy)	07/04/2001	03/25/2008	Common Stock	31,019.7	\$ 51.24	D	Â
Employee Stock Options (Right to Buy)	10/01/2004	11/02/2008	Common Stock	54,330	\$ 51.94	D	Â
Employee Stock Options (Right to Buu)	06/19/2007	01/19/2009	Common Stock	8,592	\$ 55.44	D	Â
Employee Stock Options (Right to Buy)	06/19/2007	11/02/2008	Common Stock	51,978	\$ 55.44	D	Â
Employee Stock Options (Right to Buy)	06/28/2007	11/02/2008	Common Stock	52,115	\$ 56.41	D	Â
Employee Stock Options (Right to Buy)	06/28/2007	01/19/2009	Common Stock	8,569	\$ 56.41	D	Â
Employee Stock Options (Right to Buy)	06/28/2007	01/18/2010	Common Stock	20,792	\$ 56.41	D	Â
Employee Stock Options (Right to Buy)	06/28/2007	03/25/2008	Common Stock	59,848	\$ 56.41	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	Â	Â		Â

MAHERAS THOMAS G  
C/O CITIGROUP INC. CORPORATE LAW DEPT.  
425 PARK AVENUE 2ND FLOOR  
NEW YORK, NY 10043

Co-President  
Citigroup CIB

## Signatures

Thomas G. Maheras by Glenn S. Gray, Attorney  
in Fact

02/09/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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### Remarks:

This is the second of two Form 3 reports (Initial Statement of Beneficial Ownership of Securities)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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