

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>Â MAHERAS THOMAS G</p> <p>(Last) (First) (Middle)</p> <p>C/O CITIGROUP INC. CORPORATE LAW DEPT.,Â 425 PARK AVENUE 2ND FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 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)
Common Stock	2,362,251.01	D	Â
Common Stock	10	I	By Child

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Options (Right to Buy)	01/01/1999	01/01/2008	Common Stock	79.34 <sup>(1)</sup>	\$ 25.12	D	Â
Employee Stock Options (Right to Buy)	06/30/1999	06/30/2008	Common Stock	139.4 <sup>(1)</sup>	\$ 28.65	D	Â
Employee Stock Options (Right to Buy)	06/30/2000	06/30/2009	Common Stock	124.4 <sup>(1)</sup>	\$ 32.22	D	Â
Employee Stock Options (Right to Buy)	07/13/2007	02/13/2012	Common Stock	26,805.9	\$ 42.11	D	Â
Employee Stock Options (Right to Buy)	06/30/2001	06/30/2010	Common Stock	91.49 <sup>(1)</sup>	\$ 43.94	D	Â
Employee Stock Options (Right to Buy)	01/15/2004	01/18/2010	Common Stock	22,791	\$ 47.12	D	Â
Employee Stock Options (Right to Buy)	05/03/2004	11/02/2008	Common Stock	58,615	\$ 47.4	D	Â
Employee Stock Options (Right to Buy)	07/18/2005	01/18/2010	Common Stock	23,095	\$ 47.5	D	Â
Employee Stock Options (Right to Buy)	05/02/2001	11/02/2008	Common Stock	58,121.6	\$ 48.2	D	Â
Employee Stock Options (Right to Buy)	07/07/2002	03/25/2008	Common Stock	32,170.3	\$ 48.49	D	Â
Employee Stock Options (Right to Buy)	07/20/2004	01/19/2009	Common Stock	9,160	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/20/2004	01/18/2010	Common Stock	22,106	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/20/2005	01/20/2010	Common Stock	75,000 <sup>(2)</sup>	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/16/2002	01/16/2011	Common Stock	69,692.9 <sup>(1)</sup>	\$ 49.55	D	Â
Employee Stock Options (Right to Buy)	08/07/2005	04/18/2010	Common Stock	19,630	\$ 49.78	D	Â
Employee Stock Options (Right to Buy)	07/06/2004	04/18/2010	Common Stock	57,913	\$ 49.79	D	Â

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
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).
- (1) The options vest in five annual installments beginning on the date indicated.
- (2) The options vest in three annual installments beginning on the date indicated.

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### Remarks:

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

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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