

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)

1. Name and Address of Reporting Person *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
Klein Michael Stuart (Last) (First) (Middle)	02/01/2007 (Month/Day/Year)	CITIGROUP INC [C]		

CITIGROUP INC.  
CORPORATE LAW  
DEPARTMENT, 425 PARK  
AVENUE 2ND FLOOR  
(Street)

(Check all applicable)

Director       10% Owner  
 Officer       Other  
 (give title below) (specify below)  
 Co-President Citigroup CIB

NEW YORK, NY 10043  
(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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	735,187.5	D	À
Common Stock	43,477	I	By GRATs

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)	06/30/1998	06/30/2007	Common Stock	202.64 <sup>(1)</sup>	\$ 19.82	D	Â
Employee Stock Options (Right to Buy)	06/30/1999	06/30/2008	Common Stock	139.38 <sup>(1)</sup>	\$ 28.65	D	Â
Employee Stock Options (Right to Buy)	07/12/2004	02/12/2009	Common Stock	57,000 <sup>(2)</sup>	\$ 32.05	D	Â
Employee Stock Options (Right to Buy)	06/30/2000	06/30/2009	Common Stock	124.37 <sup>(1)</sup>	\$ 32.22	D	Â
Employee Stock Options (Right to Buy)	07/13/2007	02/13/2012	Common Stock	21,444.9	\$ 42.11	D	Â
Employee Stock Options (Right to Buy)	06/20/2002	11/02/2008	Common Stock	5,682.6	\$ 46.63	D	Â
Employee Stock Options (Right to Buy)	12/19/2001	01/28/2008	Common Stock	2,814.18	\$ 46.44	D	Â
Employee Stock Options (Right to Buy)	12/19/2001	11/02/2008	Common Stock	11,430.7	\$ 46.44	D	Â
Employee Stock Options (Right to Buy)	09/25/2002	03/25/2008	Common Stock	3,248.8	\$ 46.48	D	Â
Employee Stock Options (Right to Buy)	07/20/2005	01/20/2010	Common Stock	43,333.3 <sup>(2)</sup>	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/16/2002	01/16/2011	Common Stock	53,609.9 <sup>(1)</sup>	\$ 49.54	D	Â
Employee Stock Options (Right to Buy)	08/07/2005	04/18/2010	Common Stock	40,692	\$ 49.78	D	Â
Employee Stock Options (Right to Buy)	11/01/2006	04/18/2010	Common Stock	10,420	\$ 49.95	D	Â
Employee Stock Options (Right to Buy)	04/05/2007	02/13/2012	Common Stock	77,949	\$ 51.03	D	Â
Employee Stock Options (Right to Buy)	06/12/2007	04/20/2009	Common Stock	16,429	\$ 52.88	D	Â
Employee Stock Options (Right to Buy)	06/19/2007	03/25/2008	Common Stock	2,963	\$ 55.44	D	Â
Employee Stock Options (Right to Buy)	06/19/2007	01/28/2008	Common Stock	15,542	\$ 55.44	D	Â

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Employee Stock Options (Right to Buy)	06/19/2007	11/02/2008	Common Stock	10,284	\$ 55.44	D	Â
Employee Stock Options (Right to Buy)	06/19/2007	04/20/2009	Common Stock	31,884	\$ 55.44	D	Â
Employee Stock Options (Right to Buy)	06/29/2007	03/25/2008	Common Stock	8,935	\$ 55.88	D	Â
Employee Stock Options (Right to Buy)	06/29/2007	01/28/2008	Common Stock	20,572	\$ 55.88	D	Â
Employee Stock Options (Right to Buy)	06/29/2007	04/20/2009	Common Stock	31,928	\$ 55.88	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Klein Michael Stuart CITIGROUP INC. CORPORATE LAW DEPARTMENT 425 PARK AVENUE 2ND FLOOR NEW YORK, NY 10043	Â	Â	Â Co-President Citigroup CIB	Â

## Signatures

Michael Klein 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.