

Gerspach John C
Form 3
March 31, 2005

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 *

Â Gerspach John C

(Last) (First) (Middle)

C/O CORPORATE LAW
DEPT, CITIGROUP INC.,Â 425
PARK AVENUE

(Street)

NEW YORK,Â NYÂ 10043

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/21/2005

3. Issuer Name and Ticker or Trading Symbol
CITIGROUP INC [C]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Controller and CAO

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ 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

105,777.5

D

Â

Common Stock

79

I

By Spouse

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)

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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee Stock Options (Right to Buy)	01/20/2002	01/20/2008	Common Stock	28,258.87	\$ 22.5004	D	Â
Employee Stock Options (Right to Buy)	07/12/2004	02/12/2009	Common Stock	7,999.2	\$ 32.05	D	Â
Employee Stock Options (Right to Buy)	07/12/2005	02/12/2009	Common Stock	7,999.2	\$ 32.05	D	Â
Employee Stock Options (Right to Buy)	07/12/2006	02/12/2009	Common Stock	8,001.6	\$ 32.05	D	Â
Employee Stock Options (Right to Buy)	07/20/2005	01/20/2010	Common Stock	5,332.8	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/20/2006	01/20/2010	Common Stock	5,332.8	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/20/2007	01/20/2010	Common Stock	5,334.4	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	01/16/2000	01/16/2006	Common Stock	21,348.55	\$ 12.3577	D	Â
Employee Stock Options (Right to Buy)	01/21/2001	01/21/2007	Common Stock	32,676.34	\$ 20.6118	D	Â
Employee Stock Options (Right to Buy)	07/18/2004	04/18/2010	Common Stock	4,574.88	\$ 41.4452	D	Â
Employee Stock Options (Right to Buy)	07/18/2005	04/18/2010	Common Stock	4,574.7	\$ 41.4452	D	Â
Employee Stock Options (Right to Buy)	07/16/2004	01/16/2011	Common Stock	3,216.6	\$ 49.5477	D	Â
Employee Stock Options (Right to Buy)	07/16/2005	01/16/2011	Common Stock	3,216.6	\$ 49.5477	D	Â
Employee Stock Options (Right to Buy)	07/16/2006	01/16/2011	Common Stock	3,216.6	\$ 49.5477	D	Â
Employee Stock Options (Right to Buy)	07/13/2004	02/13/2012	Common Stock	3,860.84	\$ 42.1097	D	Â
Employee Stock Options (Right to Buy)	07/13/2005	02/13/2012	Common Stock	3,859.92	\$ 42.1097	D	Â
Employee Stock Options (Right to Buy)	07/13/2006	02/13/2012	Common Stock	3,859.92	\$ 42.1097	D	Â
Employee Stock Options (Right to Buy)	07/13/2007	02/13/2012	Common Stock	3,859.92	\$ 42.1097	D	Â

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Employee Stock Options (Right to Buy)	12/06/2000	11/02/2008	Common Stock	9,848.5	\$ 46.4728	D	Â
Employee Stock Options (Right to Buy)	05/07/2001	11/02/2008	Common Stock	9,973.6	\$ 51.1799	D	Â
Employee Stock Options (Right to Buy)	05/05/2002	11/02/2008	Common Stock	10,237.36	\$ 43.7699	D	Â
Employee Stock Options (Right to Buy)	04/09/2004	11/02/2008	Common Stock	9,500	\$ 47.56	D	Â
Employee Stock Options (Right to Buy)	05/03/2004	11/02/2008	Common Stock	9,806	\$ 47.4	D	Â
Employee Stock Options (Right to Buy)	07/06/2004	04/18/2010	Common Stock	12,331	\$ 49.79	D	Â
Employee Stock Options (Right to Buy)	07/23/2004	02/13/2012	Common Stock	3,433	\$ 50.69	D	Â
Employee Stock Options (Right to Buy)	07/16/2002	01/16/2011	Common Stock	3,216.6	\$ 49.5477	D	Â
Employee Stock Options (Right to Buy)	07/16/2003	01/16/2011	Common Stock	3,216.6	\$ 49.5477	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gerspach John C C/O CORPORATE LAW DEP'T, CITIGROUP INC. 425 PARK AVENUE NEW YORK, NY 10043	Â	Â	Â Controller and CAO	Â

Signatures

John C. Gerspach by Glenn S. Gray,
Attorney-in-Fact 03/31/2005

__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).

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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