

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 *

^ Klein Michael Stuart

(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/01/2007

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)
Co-President Citigroup CIB

CITIGROUP INC.
CORPORATE LAW
DEPARTMENT,^ 425 PARK
AVENUE 2ND FLOOR

(Street)

NEW YORK,^ NY^ 10043

(City) (State) (Zip)

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

735,187.5

D

^

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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information contained in this form are not
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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 ⁽¹⁾	\$ 19.82	D	Â
Employee Stock Options (Right to Buy)	06/30/1999	06/30/2008	Common Stock	139.38 ⁽¹⁾	\$ 28.65	D	Â
Employee Stock Options (Right to Buy)	07/12/2004	02/12/2009	Common Stock	57,000 ⁽²⁾	\$ 32.05	D	Â
Employee Stock Options (Right to Buy)	06/30/2000	06/30/2009	Common Stock	124.37 ⁽¹⁾	\$ 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 ⁽²⁾	\$ 49.5	D	Â
Employee Stock Options (Right to Buy)	07/16/2002	01/16/2011	Common Stock	53,609.9 ⁽¹⁾	\$ 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.

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