

CITIGROUP INC
Form 3
November 26, 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 Bermudez Jorge A.</p> <p>(Last) (First) (Middle)</p> <p>C/O CORPORATE LAW DEPT., CITIGROUP INC.,Â 425 PARK AVENUE</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>11/16/2007</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) Chief Risk Officer</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> |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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 | 123,264.5 | D | Â |

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 (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) | Â (1) | 04/18/2010 | Common Stock | 92,923.92 | \$ 41.4452 | D | Â |
| Employee Stock Options (Right to Buy) | Â (2) | 01/16/2011 | Common Stock | 64,331.94 | \$ 49.5477 | D | Â |
| Employee Stock Options (Right to Buy) | Â (3) | 02/13/2012 | Common Stock | 75,053.93 | \$ 42.1097 | D | Â |
| Employee Stock Options (Right to Buy) | Â (4) | 02/12/2009 | Common Stock | 60,000 | \$ 32.05 | D | Â |
| Employee Stock Options (Right to Buy) | Â (5) | 01/20/2010 | Common Stock | 33,333.33 | \$ 49.5 | D | Â |
| Employee Stock Options (Right to Buy) | Â (6) | 01/16/2013 | Common Stock | 10,925.45 | \$ 54.38 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bermudez Jorge A. C/O CORPORATE LAW DEPT., CITIGROUP INC. 425 PARK AVENUE NEW YORK, NY 10043 | Â | Â | Â Chief Risk Officer | Â |

Signatures

Jorge A. Bermudez by Joseph B. Wollard,
Attorney-in-Fact 11/26/2007

__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 vested in five equal annual installments that began on July 18, 2001.
- (2) The options vested in five equal annual installments that began on July 16, 2002.
- (3) The options vested in five equal annual installments that began on July 13, 2003.
- (4) The options vested in three equal annual installments that began on July 12, 2004.
- (5) The options vested in three equal annual installments that began on July 20, 2005.
- (6) The options vest in four equal annual installments beginning on January 20, 2008.

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.