

CITIGROUP INC  
 Form 3  
 April 28, 2008

**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 <b>and</b> Ticker or Trading Symbol	
Forese James A.		(Month/Day/Year)	CITIGROUP INC [C]	
(Last)	(First)	(Middle)	04/22/2008	
CITIGROUP INC, 425 PARK AVENUE, 2ND FLOOR			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK, NY 10022			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			Head of Sales & Trding/Cap. Mk	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> 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	1,278,402.5	D	^

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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 Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Options	02/12/2005	02/12/2009	Common Stock	27,146.68	\$ 32.05	D	Â
Employee Stock Options	04/28/2004	01/19/2009	Common Stock	2,897	\$ 46.7	D	Â
Employee Stock Options	05/16/2001	11/02/2008	Common Stock	7,042.2	\$ 46.808	D	Â
Employee Stock Options	05/03/2004	11/02/2008	Common Stock	7,004	\$ 47.4	D	Â
Employee Stock Options	01/20/2006	01/20/2010	Common Stock	26,666.67	\$ 49.5	D	Â
Employee Stock Options	07/20/2004	01/19/2009	Common Stock	2,862	\$ 49.5	D	Â
Employee Stock Options	01/16/2003	01/16/2011	Common Stock	53,609.95	\$ 49.5477	D	Â
Employee Stock Options	08/07/2005	04/18/2010	Common Stock	9,080	\$ 49.78	D	Â
Employee Stock Options	07/06/2004	04/18/2010	Common Stock	26,843	\$ 49.79	D	Â
Employee Stock Options	02/04/2001	01/19/2009	Common Stock	2,869.2	\$ 49.8392	D	Â
Employee Stock Options	02/04/2001	11/02/2008	Common Stock	6,689.1	\$ 49.8392	D	Â
Employee Stock Options	01/16/2003	01/16/2011	Common Stock	40,176.37	\$ 49.8625	D	Â
Employee Stock Options	11/01/2006	04/18/2010	Common Stock	9,050	\$ 49.95	D	Â
Employee Stock Options	07/23/2004	02/13/2012	Common Stock	19,072	\$ 50.69	D	Â
Employee Stock Options	08/14/2001	01/19/2009	Common Stock	2,957.12	\$ 50.9141	D	Â
Employee Stock Options	04/05/2007	02/13/2012	Common Stock	58,013	\$ 51.03	D	Â
Employee Stock Options	01/17/2008	02/13/2012	Common Stock	19,117	\$ 52.46	D	Â
Employee Stock Options	06/19/2007	01/19/2009	Common Stock	2,713	\$ 55.44	D	Â
Employee Stock Options	06/19/2007	11/02/2008	Common Stock	12,736	\$ 55.44	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Forese James A. CITIGROUP INC 425 PARK AVENUE, 2ND FLOOR NEW YORK, NY 10022	X	X	X Head of Sales & Trading/Cap. Mkt	X

## Signatures

James A. Forese by Glenn S. Gray, Attorney-in-Fact	04/28/2008
**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. 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.