CITIGROUP INC Form 3

July 21, 2005

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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 *

VOLK STEPHEN R

(Last) (First)

(Middle)

Statement

(Month/Day/Year)

07/18/2005

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CITIGROUP INC [C]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

VICE CHAIRMAN

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O CORPORATE LAW DEP'T, CITIGROUP INC., 425 PARK AVENUE, 2ND FLOOR

(Street)

Director _X__ Officer

10% Owner

Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

NEW YORK. NYÂ 10043

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D) (Instr. 5)

or Indirect (I) (Instr. 5)

174,631.6 (1)

Â D

Common Stock

Common Stock

900

Ι 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

Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

Derivative Security Form of or Exercise (Instr. 5)

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Date Expiration Title Amount or Exercisable Date Number of

Amount or Number of Shares

Derivative Security

Price of

Security: Direct (D) or Indirect (I) (Instr. 5)

Derivative

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

VOLK STEPHEN R C/O CORPORATE LAW DEP'T, CITIGROUP INC. 425 PARK AVENUE, 2ND FLOOR NEW YORK, NYÂ 10043

Â Â VICE CHAIRMAN Â

Signatures

Stephen R. Volk by Glenn S. Gray, Attorney-in-Fact 07/21/2005

**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).
- (1) Represents 174,103.6 shares previously awarded under the Issuer's equity compensation plans and 528 shares previously purchased by the Reporting Person.

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.

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