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CITIGROU Form 4	P INC											
January 24,	2007											
FORM	Λ4		~ ~ ~ ~ ~ ~		~					OMB AF	PROVAL	
Washington, D.C. 20549									OMB Number:	3235-0287		
Check this box if no longer CT A TENTENT OF CHANGES IN DENERICIAL OWNERSHIP OF									Expires:	January 31, 2005		
subject to Section 16. Form 4 or						BENEFIC	CIAL	2 OWN	ERSHIP OF	Estimated average burden hours per response		
Form 5 obligation may cor <i>See</i> Inst 1(b).	ons ntinue. Section 1'	7(a) of the	Public U	Itility H	Iol		pany	Act of 1	Act of 1934, 1935 or Section	·		
(Print or Type	Responses)											
									5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)				ransaction			(Check	all applicable)	
(M				(Month/Day/Year)					Director 10% Owner X Officer (give title Other (specify below) below) Vice Chairman/Chief Admin Off			
NEW YOR	(Street) RK, NY 10043		4. If Am Filed(Mo			ate Original r)		-	5. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by Mo Person	ne Reporting Per	rson	
(City)	(State)	(Zip)	Tah	de I - No)n-1	Derivative S	ecurit		ired, Disposed of,	or Beneficial	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	ned	3.	ctic 8)	4. Securities our Disposed (Instr. 3, 4 a Amount	s Acqı l of (D	hired (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	01/22/2007			F		$\frac{11,200.3}{(1)}$	D	\$ 54.55	144,707.3	D		
Common Stock									3,289	Ι	By Spouse	
Common Stock									195.9	Ι	By Child	
Common Stock									131	Ι	By Child	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	of (Month/Da Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
KADEN LEWIS B C/O CORPORATE LAW DEP'T, CITIGROUP INC. 425 PARK AVENUE NEW YORK, NY 10043			Vice Chairman/Chief Admin Off				
Signatures							
Lewis B Kaden by Glenn S. Gray, Attorney-in-Fact	01/24	4/2007					
<u>**</u> Signature of Reporting Person	D	ate					

Explanation of Responses:

If the form is filed by more than one reporting person, *see* Instruction 4(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) Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of previously awarded stock.

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.