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CITIGROUP INC

Form 3

September 30, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement CITIGROUP INC [C] Freiberg Steven J (Month/Day/Year) 09/20/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) CITIGROUP INC. (Check all applicable) **CORPORATE LAW** DEPT.. 425 PARK AVENUE 10% Owner Director 2ND FLOOR _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Co-CEO Global Consumer Group Filing(Check Applicable Line) _X_ Form filed by One Reporting NEW YORK, NYÂ 10043 Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (Instr. 5) Â Common Stock D 271,963.8 Common Stock 6,521.2 I By 401(k) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Options (Right to Buy)	07/12/2005	02/12/2009	Common Stock	21,665	\$ 32.05	D	Â	
Employee Stock Options (Right to Buy)	07/12/2006	02/12/2009	Common Stock	21,671	\$ 32.05	D	Â	
Employee Stock Options (Right to Buy)	04/18/2005	04/18/2010	Common Stock	11,436.9	\$ 41.45	D	Â	
Employee Stock Options (Right to Buy)	07/13/2005	02/13/2012	Common Stock	25,733.2	\$ 42.11	D	Â	
Employee Stock Options (Right to Buy)	07/13/2006	02/13/2012	Common Stock	12,866.4	\$ 42.11	D	Â	
Employee Stock Options (Right to Buy)	07/13/2007	02/13/2012	Common Stock	12,866.4	\$ 42.11	D	Â	
Employee Stock Options (Right to Buy)	04/19/2005	10/19/2009	Common Stock	2,282	\$ 44.22	D	Â	
Employee Stock Options (Right to Buy)	05/15/2002	11/02/2008	Common Stock	33,953.3	\$ 47.05	D	Â	
Employe Stock Options (Right to Buy)	07/05/2004	11/02/2008	Common Stock	10,693	\$ 49	D	Â	
Employee Stock Options (Right to Buy)	07/05/2004	10/19/2009	Common Stock	8,558	\$ 49	D	Â	
Employee Stock Options (Right to Buy)	07/05/2004	11/02/2008	Common Stock	11,070	\$ 49	D	Â	
Employee Stock Options (Right to Buy)	07/20/2005	01/20/2010	Common Stock	21,664.5	\$ 49.5	D	Â	
Employee Stock Options (Right to Buy)	07/20/2006	01/20/2010	Common Stock	21,664.5	\$ 49.5	D	Â	
Employee Stock Options (Right to Buy)	07/20/2007	01/20/2010	Common Stock	21,671	\$ 49.5	D	Â	
Employee Stock Options (Right to Buy)	07/16/2005	01/16/2011	Common Stock	21,444	\$ 49.55	D	Â	
Employee Stock Options (Right to Buy)	07/16/2006	01/16/2011	Common Stock	5,361	\$ 49.55	D	Â	
Employee Stock Options (Right to Buy)	08/07/2005	04/18/2010	Common Stock	10,378	\$ 49.78	D	Â	

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Employee Stock Options (Right to Buy)	07/06/2004	04/18/2010	Common Stock	30,553	\$ 49.79	D	Â
Employee Stock Options (Right to Buy)	07/23/2004	02/13/2012	Common Stock	11,443	\$ 50.69	D	Â

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer

Freiberg Steven J

CITIGROUP INC. CORPORATE LAW DEPT. 425 PARK AVENUE 2ND FLOOR NEW YORK, NYÂ 10043

Â Co-CEO Global Consumer Group

Other

Signatures

Steven J. Freiberg by Glenn S. Gray, Attorney-in-Fact

09/30/2005

**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).

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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